THERMAX

2025-2026
Annual Report of Subsidiary Companies



business with a purpose

years

SUBSIDIARIES

DOMESTIC

- Thermax Engineering Construction Company Limited 4-33
- Thermax Instrumentation Limited 34-74
- Thermax Onsite Energy Solutions Limited 75-117
- Thermax Cooling Solutions Limited 118-143
- Thermax Babcock & Wilcox Energy Solutions Limited 144-198
- First Energy Private Limited 199-288
- Thermax Bioenergy Solutions Private Limited 289-331
- EnerNxt Private Limited 332-351
- First Energy TN 1 Private Limited 352-379
- First Energy 2 Private Limited 380-405
- First Energy 3 Private Limited 406-437
- First Energy 4 Private Limited 438-470
- First Energy 5 Private Limited 471-501
- First Energy 6 Private Limited 502-533
- First Energy 7 Private Limited 534-560
- First Energy 8 Private Limited 561-590
- First Energy Nine Private Limited 591-616
- First Energy 10 Private Limited 617-640
- First Energy 11 Private Limited 641-664
- First Energy 12 Private Limited 665-685
- First Energy 14 Private Limited 686-705
- First Energy 15 Private Limited 706-725
- Jalansar Wind Energy Private Limited 726-750
- Kanakal Wind Energy Private Limited 751-774
- Thermax Chemical Solutions Private Limited 775-789
- TSA Process Equipments Private Limited 790-825
- Thermax Vebro Polymers India Private Limited 826-856
- Fortmax Chemicals India Private Limited 857-883
- Buildtech Products India Private Limited 884-909

OVERSEAS

- Thermax Europe Limited 913-921
- Thermax International Limited (Mauritius) 922-930
- Thermax Inc. (U.S.A.). 931-939
- Thermax do Brazil – Energia e Equipamentos Ltda. (Brazil) 940-942
- Thermax Netherlands B.V. 943-949
- Thermax Denmark Aps (Denmark) 950-962
- Danstoker A/S (Denmark) 963-972
- Ejendomsanpartsselskabet Industrivej Nord 13 (Denmark) 973-978
- Rifox-Hans Richter GmbH Spezialarmaturen 979-985
- Thermax SDN. BHD. (Malaysia) 986-998
- PT Thermax International Indonesia 999-1014
- Thermax Engineering Singapore PTE Ltd. (Singapore) 1015-1026
- Thermax Energy & Environment Philippines Corporation (Philippines) 1027-1035
- Thermax Nigeria Limited 1036-1053
- Thermax Energy & Environment Lanka (Private) Ltd 1054-1066
- Danstoker Poland SP. ZO.O. 1067-1103
- Thermax International Tanzania Limited 1104-1116
- Thermax Engineering Construction FZE 1117-1130
- Thermax (Thailand) Limited 1131-1137
- Thermax Chemical Europe A/S 1138-1142

THERMAX ENGINEERING CONSTRUCTION COMPANY LIMITED

Board of Directors
Pravin Karve (upto July 31, 2025)
B.C. Rajesh
Sandeep Deshpande
Niranjan Pawgi (w.e.f. July 29, 2025)

Registered Office
Thermax House,
706/708, Sharda Chambers, New Marine Lines,
Mumbai – 400 020, India

Auditors
B. K. Khare & Co.
Chartered Accountants
Demech House, 2nd Floor, 814, B wing,
Law College Rd, Pune, Maharashtra 411004

Corporate Office
Energy House, D-II Block,
Plot No. 38 & 39
MIDC Chinchwad
Pune - 411 009

Bankers
Union Bank of India
ICICI Bank Limited

DIRECTORS' REPORT

Dear Shareholder,

The Directors present the Thirty Fifth Annual Report of the Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total Income	**43.85**	57.53
Profit/(Loss)Before tax and Depreciation	**21.48**	(18.42)
Depreciation	**-**	-
Profit/(Loss) Before Tax	**21.48**	(18.42)
Profit /(Loss) After Tax	**21.48**	(18.42)

State of Company's affairs

For the year under review, the Company's total income is Rs. 43.85 lakh compared to Rs. 57.53 lakh in the previous year. The Company's profit /(loss) before tax is Rs. 21.48 lakh (previous year, Rs. (18.42) lakh) and profit/ (loss) after tax of Rs. 21.48 lakh (previous year Rs. (18.42) lakh).

The Company does not have any order balance as on March 31, 2026.

Change in nature of business

There is no change in nature of business during the year under review.

Material changes affecting financial position of the Company

No material changes and commitments have occurred after the close of the year till the date of this report, which affect the financial position of the Company.

Health and Safety

Health and Safety at project sites is of paramount importance to the Company. The Company strives for continuous improvement and its objective is to establish world class safety practices at sites. Safety culture is inculcated as part of day to day operations by site managers.

Dividend

The Board of Directors of your Company did not recommend any dividend during the financial year 2025-26.

Amount proposed to be carried to Reserves

The Company does not propose to carry any amount to reserves.

Share Capital

The Paid-up Share Capital of the Company is Rs. 450 lakhs. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

Subsidiaries

Thermax Engineering Construction FZE (TEC FZE) Nigeria, a wholly owned subsidiary of the Company is primarily catering to the Erection & Commissioning and supervision of HRSG, Utility boilers, Flue gas coolers and Construction & commissioning of Hot Oil heater supplied to Dangote Petroleum Refinery and Petrochemical Free Zone Enterprise and Dangote Oil Refinery Co. Ltd., Lagos Nigeria. For the year ended March 31, 2026, TEC FZE has recorded operational revenue of Mn USD 0.30 with operating profit/(loss) of Mn USD (0.69).

Annual accounts of the subsidiary company and related detailed information are available to the shareholders of the holding and subsidiary company as well as to the statutory authorities. On request, these documents will be made available for inspection at the Company's Corporate Office.

Deposits

During the financial year 2025-26, the Company has not accepted any deposits under Chapter V of the Companies Act, 2013.

Particulars of Loans, Guarantees or Investments

During the year under review, the Company did not give any loan or make an investment pursuant to the provisions of Section 186 of the Companies Act, 2013.

Restriction on purchase by Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company or Directors for purchase or subscribe shares of the Company.

Business Risk Management

In order to reduce impact of business risks of the Company, the management has identified key risks affecting the business adversely. The key risks identified are as under:

- Delay in execution due to default of contractors.
- Delay in execution due to unforeseen site conditions including natural calamities.
- Delay in recovery of retention amounts from customers.
- Cost overrun due to delays as well as unforeseen site related factors such as access, approach roads, soil condition etc.

The Company has put in place several mitigation measures such as:

- Vendor evaluation and analysis prior to awarding the contract.
- Site visit prior to making a quotation.
- Frequent review of retention obligations.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors

In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Sandeep Deshpande (DIN: 09748806) retires by rotation, and being eligible, offers himself for re-appointment as Director.

The Members of the Company at their 34th Annual General Meeting held on July 21, 2025 approved the appointment of Mr. Sandeep Deshpande (DIN: 09748806). Further, the Board of Directors at their meeting held on July 29, 2025, appointed Mr. Niranjan Pawgi (DIN: 11218972) as an Additional Director of your Company. Mr. Niranjan Pawgi (DIN: 11218972) holds office as an Additional Director up to the date of ensuing Annual General Meeting and subject to the approval of Members at 35th Annual General Meeting, it is proposed to appoint Mr. Niranjan Pawgi as Director of the Company, liable to retire by rotation.

Further, Mr. Pravin Karve (DIN: 06714708), Director resigned from the Board of your Company effective July 31, 2025.

Board Meetings

The Board met four times during the year. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. Attendance details of the Board are as follows:

Name	Board Meetings			
	April 30, 2025	July 29, 2025	November 6, 2025	January 30, 2026
Mr. B.C. Rajesh	P	P	P	P
Mr. Sandeep Deshpande	P	P	P	P
Mr. Niranjan Pawgi*	NA	NA	P	P
Mr. Pravin Karve**	A	A	NA	NA

* Mr. Niranjan Pawgi appointed as Additional Director w.e.f. July 29, 2025

** Mr. Pravin Karve ceased to be a Director of the Company w.e.f. July 31, 2025

Directors' Responsibility Statement

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

(c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The Directors have prepared the annual accounts on a going concern basis; and

(e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as may be amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Corporate Social Responsibility

In compliance with Section 135 of the Companies Act, 2013 and as part of its initiatives under CSR, the Company has contributed Rs. 6.34 lakh to Thermax Foundation. A Report on CSR activities is annexed as "Annexure 1".

Related Party Transactions

All Related Party Transactions (RPTs) that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant RPTs made by the Company with Directors, Key Managerial Personnel, if any, or other designated persons which may have a potential conflict with the interest of the Company at large. Therefore, requirements of disclosure of RPTs in Form AOC-2 are not attracted.

During the year, RPTs were placed before the Board for its review. A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the Financial Statements.

Financial Statements

The financial statements for the year ended March 31, 2026, have been prepared as per Schedule III to the Companies Act, 2013, as amended from time to time.

Conservation of Energy

The Company's Head Office is situated at Energy House, Chinchwad, owned by the holding company which undertakes various measures to conserve energy. At sites, the Company uses energy saving bulbs for lighting of stores & site offices and the construction power through grid is sought from the customer, wherever practically possible instead of deploying costly and polluting DG sets for power generation.

Technological Absorption

There was no technology acquisition and absorption during the year under review.

Foreign Exchange Earnings and Outgo

The net foreign exchange earnings during the year is Rs. 163.31 lakhs received from TEC FZE, for reimbursement of employee salary.

Particulars of Employees

None of the employees are covered by the provisions contained in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed under the Companies Act, 2013.

Significant and material orders passed by the Regulators or Courts

There are no significant or material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

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

The Company is committed to provide a safe and conducive work environment to its employees. There is a duly constituted Internal Committee and there were no cases pending at the beginning of the year/ filed during the year, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

A. Number of Sexual Harassment Complaints received: Nil

B. Number of Sexual Harassment Complaints disposed off: Nil

C. Number of Sexual Harassment Complaints beyond 90 days: Nil

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Details of difference between the amounts of valuation at the time of one time settlement and the valuation done at the time of taking a loan from the banks or financial institutions along with the reasons thereof:

During the year under review, there is no instance of onetime settlement with any Bank or Financial Institution.

Auditors

The Board of Directors at its meeting held on May 4, 2026 has recommended appointment of M/s. B.K. Khare & Co. (Firm Registration: 105102W) as the Statutory Auditors of the Company for term of one year from the conclusion of Thirty Fifth Annual General Meeting until the conclusion of the Thirty Sixth Annual General Meeting for the approval of the shareholders of the Company.

The auditors have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

Cost Records Applicability

The provisions relating to maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 were not applicable on the Company during the financial year.

NUMBER OF EMPLOYEES AS ON CLOSURE OF FINANCIAL YEAR

A. Male - 4

B. Female - 0

C. Transgender - 0

A STATEMENT BY THE COMPANY WITH RESPECT TO THE COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961.

The Company has complied with the Provisions relating to the maternity Benefits Act, 1961.

Acknowledgments

The Board of Directors takes this opportunity to thank its customers, bankers, employees and all other stakeholders for their persistent support to the Company. The Directors look forward to their continued co-operation in the future as well.

For and on behalf of the Board of Directors of
Thermax Engineering Construction Company Limited

	B.C. Rajesh	**Sandeep Deshpande**
Pune	Director	Director
Date: May 4, 2026	DIN: 10486449	DIN: 09748806

Annexure 1

Corporate Social Responsibility Activities of the Company during the Financial Year 2025-26:

1. Brief Outline on CSR Policy of the Company:

The Company has decided to adopt the CSR Policy of the holding company which predominantly keeps focus in the area of education of economically under privileged children.

Apart from education, the holding company is also involved, in a small way, in addressing the issue of social discrimination, through affirmative action, skill development and employability initiatives.

The holding company has created a formal structure to design and implement its CSR Programme and the Company has decided to support the initiative of the holding company.

2. Composition of CSR Committee: **NA**

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company.

   The details of Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company on **NA**

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. **NA**

5. Details of Net Profit and CSR Obligation for the Financial Year 2025-26

Rs. Lakhs

(a) Average net profit of the company as per sub-section (5) of section 135.	316.98
(b) Two percent of average net profit of the company as per sub-section (5) of section 135.	6.34
(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.	NIL
(d) Amount required to be set-off for the financial year, if any.	NIL
(e) Total CSR obligation for the financial year [(b)+(c)-(d)].	6.34

6. Details of amount spent on CSR Obligations:

Rs. Lakhs

(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).	6.34
(b) Amount spent in Administrative Overheads.	NIL
(c) Amount spent on Impact Assessment, if applicable.	NA
(d) Total amount spent for the Financial Year [(a)+(b)+(c)].	6.34

(e) CSR amount spent or unspent for the Financial Year:

Total Amount spent for the Financial Year 2025-26 (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
6.34	--	--	--	--	--

(f) Excess amount for set-off, if any: NIL

Rs. Lakhs

Sl. No.	Particulars	Amount (in Rs.)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	6.34
(ii)	Total amount spent for the Financial Year	6.34
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	NIL

THERMAX ENGINEERING CONSTRUCTION COMPANY LIMITED

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sl. No.	Preceeding Financial year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account Under subsection (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs.)	Date of Transfer		
1	FY-1	--	--		--	--	--	--
2	FY-2	--	--		--	--	--	--
3	FY-3	--	--		--	--	--	--

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

   If yes, enter the number of Capital assets created/ acquired: **NA**

   Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **NA**

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of Creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
1	2	3	4	5	6		
					CSR Registration Number, if applicable	Name	Registered Address
--	--	--	--	--	--	--	--

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135: : **NA**

For and on behalf of the Board of Directors of
Thermax Engineering Construction Company Limited

B.C. Rajesh
Director
DIN: 10486449

Sandeep Deshpande
Director
DIN: 09748806

Pune
Date: May 4, 2026

INDEPENDENT AUDITORS' REPORT

To the members of Thermax Engineering Construction Company Limited

Report on the audit of the Financial Statements

Opinion

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

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("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, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

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

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

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

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these 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.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibilities for the audit of the Financial Statements

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

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

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents 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.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

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 and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the 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 the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) Based on the records examined by us and according to information and explanations given to us, the Company has not paid/provided for managerial remuneration. Hence, the provisions of Section 197 of the Act related to managerial remuneration are not applicable.

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

      (i) The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 20(A) to the Financial Statements;

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

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

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

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

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

   (v) The Company has not declared/paid/declared and paid any dividend during the year; and

      i) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account 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. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN:
Place: Pune
Date: May 4, 2026

Annexure A to the Independent Auditors' Report

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to 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 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.

Opinion

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

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN:
Place: Pune
Date: May 4, 2026

Annexure B to the Independent Auditors' Report

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

(1) (a) According to the information and explanations given to us, the Company does not have any Property, Plant and Equipment and Intangible assets hence reporting under clause 3((i)(a) and (b) is not applicable to the Company.

(c) According to the information and explanations given to us, the Company does not have any immovable properties. Hence reporting under clause 3((i)(c) is not applicable to the Company.

(d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Hence reporting under clause 3((i)(d) is not applicable to the Company.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) The Company is in the business of rendering services and consequently, does not hold any inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

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

(iv) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund and Income-tax, have generally been regularly deposited during the year by the Company with the appropriate authorities though there has been a slight delay in a few cases. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax, Cess and other material statutory dues.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of 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 on the last day of the financial year 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 on the basis of our examination of records of the Company, there are no statutory dues in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Cess and any other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute. According to the information and explanations given to us and records of the Company examined by us, the particulars of dues of Goods and Services Tax Profession Tax and Income Tax which have not been deposited as on March 31, 2026 on account of disputes are as under:

Name of the Statute	Nature of the dues (Including Interest and Penalty as applicable)	Amount (In Rs. Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Maharashtra Goods and Service Tax Act ,2017	Dispute regarding in-eligible ITC claimed	52.46*	FY 2017-18, FY 2018-19	Asst. Commissioner of State Tax.
Income Tax Act, 1961	Dispute regarding Contribution equalization and provision of liquidated damage	87.45	FY 2016-17	Commissioner of Income Tax [Appeals]
Income Tax Act, 1961	Dispute regarding Contribution equalization	5.21	FY 2017-18	Commissioner of Income Tax [Appeals]

*Including interest of Rs.23.04 lakhs and penalty of Rs.3.44 lakhs

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

(e) According to the information and explanations given to us and on an overall examination of the 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.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of

securities held in its subsidiaries. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

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

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

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) Though establishment of vigil mechanism is not mandated for the Company by the Act, or by Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) ("SEBI LODR") Regulations, as represented by the management, no whistle blower complaints were received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

(xiv) In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the act. Accordingly, reporting under clause 3(xiv) is not applicable to the company.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company and subsidiary companies or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has one Core Investment Company.

(xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting 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, the 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, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the 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) (a) According to the information and explanations given to us, in respect of other than ongoing projects, the Company has no unspent amount that needs to be transferred to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the Act.

(b) According to the information and explanations given to us, there are no ongoing projects relating to corporate social responsibility. Accordingly, the reporting under Clause 3(xx)(b) of the Order is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN:
Place: Pune
Date: May 4, 2026

THERMAX ENGINEERING CONSTRUCTION COMPANY LIMITED

BALANCE SHEET as at March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
I. Non-current assets			
Investment in subsidiary	10	0.76	0.76
Other financial assets	5 (a)	-	97.44
Income-tax assets (net)		76.77	78.21
Other non-current assets	7 (a)	603.16	606.09
Total non-current assets		**680.69**	**782.50**
II. Current assets			
Financial assets			
(a) Investments	3	224.91	-
(b) Trade receivables	4	317.84	204.06
(c) Cash and cash equivalents	8 (a)	10.05	299.90
(d) Bank balances other than (c) above	8 (b)	-	178.49
(e) Other financial assets	5 (b)	291.26	50.00
Other current assets	7 (b)	12.79	32.07
Total current assets		**856.85**	**764.52**
Total assets		**1,537.54**	**1,547.02**
Equity and liabilities			
I. Equity			
Equity share capital	9A	450.00	450.00
Other equity	9B	1,049.39	1,049.46
Total equity		**1,499.39**	**1,499.46**
II. Current liabilities			
Financial liabilities			
(a) Trade payables			
- total outstanding dues of micro enterprises and small enterprises	11	1.60	1.60
- total outstanding dues of creditors other than micro enterprises	11	33.13	36.62
(b) Other financial liabilities	12	1.60	1.11
Other current liabilities	14	1.20	1.95
Provisions	13	0.62	6.28
Total current liabilities		**38.15**	**47.56**
Total equity and liabilities		**1,537.54**	**1,547.02**
Summary of material accounting policies, judgements, estimates and assumptions	2		

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

For B. K. Khare and Company
Chartered Accountants
ICAI Firm Reg No.105102W

Amit Mahadik
Partner
Membership No:125657

Date: May 04,2026
Place: Pune

For and on behalf of the Board of Directors of Thermax Engineering Construction Company Limited

Rajesh Bukinkere
Director
DIN: 10486449

Date: May 04,2026
Place: Pune

Sandeep Deshpande
Director
DIN: 09748806

Date: May 04,2026
Place: Pune

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	Year Ended March 31, 2026	Year ended March 31, 2025
Income			
Other income	15	43.85	57.53
Total Income		**43.85**	**57.53**
Expenses			
Employee benefits expense	16	4.92	7.75
Other expenses	17	17.45	68.20
Total expenses		**22.37**	**75.95**
Profit before tax		**21.48**	**(18.42)**
Tax expense			
Current tax	6 (a)	-	-
Deferred tax	6 (b)	-	-
Total tax expense		**-**	**-**
(Loss)/Profit for the year		**21.48**	**(18.42)**
Other comprehensive income			
A. Items that will not be reclassified to profit or loss			
Re-measurement of defined benefit plans		(21.55)	(13.31)
Less: Income tax effect	6 (a)	**-**	**-**
		(21.55)	(13.31)
Net other comprehensive income for the year, net of tax.		**(21.55)**	**(13.31)**
Total comprehensive income for the year		**(0.07)**	**(31.73)**
Earning per equity share [Nominal value per share Rs. 10/- (March 31, 2025: 10/-)] Basic and Diluted	19	**0.48**	**(0.41)**
Summary of material accounting policies, judgements, estimates and assumptions	2		

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

For B. K. Khare and Company
Chartered Accountants
ICAI Firm Reg No.105102W

Amit Mahadik
Partner
Membership No:125657

Date: May 04,2026
Place: Pune

For and on behalf of the Board of Directors of Thermax Engineering Construction Company Limited

Rajesh Bukinkere
Director
DIN: 10486449

Date: May 04,2026
Place: Pune

Sandeep Deshpande
Director
DIN: 09748806

Date: May 04,2026
Place: Pune

Cash flow statement for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
A)	**Cash flows from operating activities**			
	Profit before tax		21.48	(18.42)
	Adjustments to reconcile profit before tax to net cash flows			
	Provision for impairment allowance of financial assets (net)	17	-	8.06
	Bad debts written off	17	-	16.39
	Profit on sale/discard of assets (net)	15	-	(1.27)
	Interest income	15	(22.46)	(42.51)
	Gain on sale of investments	15	(2.95)	-
	Net gain on financial instrument at fair value through profit and loss (net)	15	(8.65)	-
	Liabilities no longer required written back	15	-	(2.64)
	Working capital adjustments			
	(Increase)/ Decrease in Trade receivables		(113.78)	(113.78)
	(Increase)/ Decrease in Loans and Other financial assets		(143.82)	(147.44)
	(Increase)/ Decrease in Other assets		22.21	44.59
	Increase /(Decrease) in Trade payables		(3.49)	3.31
	Increase / (Decrease) in Provisions		(27.21)	(14.98)
	Increase /(Decrease) in Other financial liabilities		0.49	(2.33)
	Increase /(Decrease) in Other liabilities		(0.75)	(0.77)
	Cash generated from / (used in) operations		**(278.93)**	**(271.79)**
	Direct taxes paid (net of refunds received)		1.44	2.46
	Net cash inflow from operating activities		**(277.49)**	**(269.33)**
B)	**Cash flows from investing activities**			
	Sale of property, plant and equipment		-	1.27
	Purchase of investments	3	(224.91)	
	Investment in Fixed Deposit		178.49	514.66
	Gain on sale of investments		11.60	-
	Interest received		22.46	42.51
	Net cash flows from investing activities		**(12.36)**	**558.44**
	Net increase / (decrease) in cash and cash equivalents		**(289.85)**	**289.11**
	Cash and cash equivalents at the beginning of the year	8 (a)	299.90	10.79
	Cash and cash equivalents at the end of the year		**10.05**	**299.90**

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

Particulars	Note No.	Year Ended March 31, 2026	Year ended March 31, 2025
Cash and cash equivalents	8 (a)	10.05	299.90
Balances as per Cash flow statement		**10.05**	**299.90**

For B. K. Khare and Company
Chartered Accountants
ICAI Firm Reg No.105102W

For and on behalf of the Board of Directors of Thermax Engineering Construction Company Limited

Amit Mahadik	**Rajesh Bukinkere**	**Sandeep Deshpande**
Partner	Director	Director
Membership No:125657	DIN: 10486449	DIN: 09748806
Date: May 04,2026	Date: May 04,2026	Date: May 04,2026
Place: Pune	Place: Pune	Place: Pune

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital#

Particulars	Note No.	Year Ended March 31, 2026	Year ended March 31, 2025
Balance at the beginning of the year	10A	450.00	450.00
Changes in equity shares capital during the year	10A	-	-
Balance at the end of the year	**10A**	**450.00**	**450.00**

B Other Equity#

Particulars	Reserves & Surplus		
	General reserve	Retained Earnings	Total
As at April 1, 2024	**525.21**	**555.98**	**1,081.19**
Profit for the year	-	(18.42)	(18.42)
Other Comprehensive Income	-	(13.31)	(13.31)
Total comprehensive income	-	(31.73)	(31.73)
Dividends paid (Inclusive of dividend distribution tax)	-	-	-
As at March 31, 2025	**525.21**	**524.25**	**1,049.46**
Profit for the year	-	21.48	21.48
Other Comprehensive Income	-	(21.55)	(21.55)
Total comprehensive income	-	(0.07)	(0.07)
Interim dividends paid	-	-	-
As at March 31, 2026	**525.21**	**524.18**	**1,049.39**

There are no adjustments on account of prior period errors or due to changes in accounting polices.

For B. K. Khare and Company
Chartered Accountants
ICAI Firm Reg No.105102W

For and on behalf of the Board of Directors of Thermax Engineering Construction Company Limited

Amit Mahadik	**Rajesh Bukinkere**	**Sandeep Deshpande**
Partner	Director	Director
Membership No:125657	DIN: 10486449	DIN: 09748806
Date: May 04,2026	Date: May 04,2026	Date: May 04,2026
Place: Pune	Place: Pune	Place: Pune

1. Corporate information

Thermax Engineering Construction Company Limited (the "Company") is a public company domiciled in India. It is a wholly owned subsidiary of Thermax Limited. The Company is engaged in erection and commissioning of boilers supplied by its parent company Thermax Limited and also by other suppliers. The Corporate Identification Number (CIN) of the Company is U29246MH1991PLC062959.

The address of the registered office is Thermax House, 14, Mumbai – Pune Highway, Wakdewadi, Pune, 411001. The Board of Directors have authorized to issue by these separate financial statements on May 04, 2026.

2. Material accounting policies

2.1. Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

The preparation of the financial statements requires the use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 2.

(b) Basis of measurement

The financial statements have been prepared on the accrual and going concern basis under historical cost convention except the following:

- Certain financial assets and liabilities (including derivative instruments) is measured at fair value;
- Assets held for sale measured at fair value less cost to sell;
- Defined benefit plans whereby the plan assets are measured at fair value; and
- Equity settled ESOP at grant date fair value at each reporting date.

The financial statements are presented in Indian Rupees (INR) and all values are rounded to the nearest lakhs except when otherwise indicated.

2.2. Changes in accounting policies and disclosures

New and amended standards

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after April 01, 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

The Ministry of Corporate Affairs vide notification dated May 07, 2025 and August 13, 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after April 01, 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1

As a result of the adoption of the amendments to Ind AS 1, the Company changed its accounting policy for the classification of borrowings:

"Borrowings are classified as current liabilities unless, at the end of the reporting period, the Company has a right to defer settlement of the liability for at least 12 months after the reporting period. Covenants that the Company is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the Company is required to comply with after the reporting period do not affect the classification."

This new policy did not result in a change in the classification of the Company's borrowings. The Company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

This amendment also includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, as outlined below:

Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8. The Company does not expect this amendment to have an impact on its operations or financial statements.

(b) International Tax Reform - Pillar Two Model Rules - Amendments to Ind AS 12

The Company is not within the scope of the OECD Pillar Two Model Rules, as Pillar Two legislation has not yet been enacted in any of the jurisdictions in which the Company operates.

(c) Lack of Exchangeability - Amendments to Ind AS 21

The amended Ind AS 21 have added requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use where it is not.

These amendments did not have any material impact on the amounts recognized in prior periods and are not expected to significantly affect the current or future periods.

2.3 Summary of significant accounting policies

a. Current and non-current classification

An entity shall classify an asset as current when:

(i) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle

(ii) it holds the asset primarily for the purpose of trading

(iii) it expects to realise the asset within twelve months after the reporting period (other than for long-term projects), or

(iv) the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets shall be classified as non-current.

An entity shall classify a liability as current when:

(i) it expects to settle the liability in its normal operating cycle

(ii) it holds the liability primarily for the purpose of trading

(iii) the liability is due to be settled within twelve months after the reporting period (other than for long-term projects), or

(iv) it does not have the right at the end of the reporting period to defer settlement of the liability for at least twelve months after the reporting period.

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All other liabilities shall be classified as non-current.

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

b. Foreign currencies

The Company's financial statements are prepared in INR, which is the also functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in the Statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the date of the initial transactions.

c. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability, or
- in the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for significant judgements, estimates and assumptions (note 2)
- Quantitative disclosures of fair value measurement hierarchy (note 23)
- Financial instruments (including those carried at amortized cost) (note 23)

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re- assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

d. Property, Plant and Equipment

Property, plant and equipment (PPE) is stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All significant costs relating to the acquisition and installation of PPE are capitalized. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the Statement of profit and loss during the financial year in which they are incurred.

Gains or losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Depreciation on PPE is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management. The Company depreciates each part of an item of property, plant and equipment separately if cost of the part is significant in relation to the total cost of the item or principle asset and useful life is materially different from the principle asset.

The management has estimated the useful lives of certain classes of assets in order to reflect the actual usage of the assets. The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The following useful lives are estimated by the management:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment *	1 to 10	9 to 15
Office equipment	1 to 3	5
Computers	2 to 3	3
Vehicles	3 to 6	8

* Includes site infrastructure which is fully depreciated.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Impairment of assets

The Company assesses, at each reporting date, whether there is

an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the recoverable amount. Recoverable amount is the higher of Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the assets or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been change in the assumptions used to determine the assets recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase, if applicable

e. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Development costs for internally generated intangibles that are directly attributable to the design and testing of identifiable and unique intangible controlled by the Company are recognised as intangible assets where the following criteria are met:

- it is technically feasible to complete the intangible asset so that it will be available for use
- management intends to complete the intangible asset and use or sell it
- there is an ability to use or sell the intangible asset
- it can be demonstrated how the intangible asset will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the intangible asset are available, and
- the expenditure attributable to the intangible asset during its development can be reliably measured.

The cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of intangible assets. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Standalone Statement of Profit and Loss when the asset is derecognized.

Amortisation of the asset begins when development is complete and the asset is available for use. It is amortized on a straight-line basis over the period of expected future benefit from the related project, i.e., the estimated useful life subject to a maximum of ten years. amortisation is recognized in the Standalone Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

f. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks. The Company collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

The Company has following streams of revenue:

i. Revenue from Engineering, Procurement and Construction contracts

Engineering, Procurement and Construction contracts are contracts (or a group of contracts secured together) specifically negotiated for the construction of an asset which refers to any project for construction of plants and systems, involving designing, engineering, fabrication, supply, erection (or supervision thereof), commissioning, guaranteeing performance thereof etc., execution of which is spread over different accounting periods. The Company identifies distinct performance obligations in each contract. For most of the project contracts, the customer contracts with the Company to provide a significant service of integrating a complex set of tasks and components into a single project or capability. Hence, the entire contract is accounted for as one performance obligation.

The Company may promise to provide distinct goods or services within a contract, in which case the Company separates the contract into more than one performance obligation. If a contract is separated into more than one performance obligation, the Company allocates the total transaction price to each performance obligation in an amount based on the estimated relative standalone selling prices of the promised goods or services underlying each performance obligation. The Company uses the expected cost plus a margin approach to estimate the standalone selling price of each performance obligation in case of contracts with more than one distinct performance obligations.

The Company assesses for the timing of revenue recognition in case of each distinct performance obligation. The Company first assesses whether the revenue can be recognized over a period of time if any of the following criteria is met:

(a) The customer simultaneously consumes the benefits as the Company performs, or

(b) The customer controls the work-in-progress, or

(c) The Company's performance does not create an asset with alternative use to the Company and the Company has right to payment for performance completed till date

Notes to the financial statements for the year ended March 31, 2026
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The Company uses cost-based measure of progress (or input method) for contracts because it best depicts the transfer of control to the customer which occurs as it incurs costs on contracts. Under the cost-based measure of progress, the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated profits, are recorded proportionally as costs are incurred.

The Company estimates variable consideration amount which it expects to be entitled under the contract and includes it in the transaction price to the extent it is highly probable that a significant reversal of cumulative revenue recognized will not occur and when the uncertainty associated with it is subsequently resolved. The estimates of variable consideration and determination of whether to include estimated amounts in the transaction price are based largely on an assessment of the anticipated performance and all information (historical, current and forecasted) that is reasonably available. Penalties/claims for any delay or improper execution of a contract are recognized as a deduction from revenue. In the balance sheet, such provisions are presented on net basis of the contract receivables.

Costs associated with bidding for contracts are charged to the Standalone Statement of Profit and Loss when they are incurred. Costs that relate directly to a contract and are incurred in securing the contract are included as part of the contract costs if they can be separately identified and measured reliably and it is probable that the contract will be obtained.

The Company provides for warranty provision for general repairs up to 12 – 24 months on its EPC contracts, in line with the industry practice. A liability is recognized at the time the contract is concluded. The Company does not provide any extended warranties.

Contract modification, when approved by both the parties to the contract, are considered as modification, if it creates new or changes the existing enforceable rights and obligations. Most of the contract modifications are not distinct from the existing contracts due to the significant integration service provided under the contract prior to modifications and are therefore, accounted for as part of the existing contract. The effect of a contract modification is recognized as an adjustment to revenue on a cumulative catch-up basis.

The Company combines two or more contracts entered into at or near the same time with the same customer (or related parties of the customer) and accounts for the contracts as a single contract if one or more of the following criteria are met:

(a) the contracts are negotiated as a package with a single commercial objective;

(b) the amount of consideration to be paid in one contract depends on the price or performance of the other contract; or

(c) the goods or services promised in the contracts (or some goods or services promised in each of the contracts) are a single performance obligation.

ii. Revenue from Sale of goods (Other than EPC contracts)

If the criteria for revenue under over-a-period of time as mentioned above are not met, the Company recognizes revenue at a point-in-time. The point-in-time is determined when the control of the goods or services is transferred which is determined based on when the significant risks and rewards of ownership are transferred to the customer. Apart from this, the Company also considers its present right to payment, the legal title to the goods, the physical possession and the customer acceptance in determining the point in time when control has been transferred. The Company provides for warranty provision for general repairs up to 12 - 24 months on its products sold, in line with the industry practice. A liability is recognized at the time the product is sold. The Company does not provide any extended warranties.

iii. Revenue from Sale of services

Revenue in respect of operation and maintenance contract, awarded on a standalone basis or included in long term contracts and identified as a separate performance obligation, is recognized as the related services are performed on a time proportion basis under the contracts.

Contract balances

Contract assets: A contract asset represents the Company's right to consideration in exchange for goods or services that the entity has transferred to a customer where that right is conditioned on something other than the passage of time. The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables.

Trade receivables: Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business and reflect the Company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables and contract assets, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Contract liabilities: A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company satisfies the performance obligation. Contract liabilities are recorded in balance sheet as unearned revenue or customer advances as the case may be.

Interest Income

For all debt instruments measured at amortized cost, interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in other income in the Standalone Statement of Profit and Loss.

Dividend Income

Revenue is recognized when the Company's right to receive the payment is established by the reporting date.

Rental income

Rental income from operating leases (net of any incentives given to the lessee) is recognised on a straight-line basis over the lease term.

g. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss)
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to present subsequent changes in fair value in other comprehensive income.

At initial recognition, the Company measures a financial asset (excluding trade receivables which do not contain a significant financing component) at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Company classifies its instruments:

(i) Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortisation is included in income in the Standalone Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

(ii) Debt instrument at fair value through profit or loss (FVTPL)

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity investments:

All equity investments in scope of Ind AS 109 - "Financial Instruments", are subsequently measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are provided in the following notes:

- Trade receivables and Contract assets - Refer note 4;
- Investments - Refer note 3;
- Loans and other financial assets - Refer note 5(b).

Financial liabilities

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Standalone Statement of Profit and Loss. Amortized cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortized cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through the EIR amortisation process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on EIR. The EIR amortisation is included as finance cost in the Standalone Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Standalone Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

h. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprises cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts as they are considered an integral part of the Company's cash management. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

i. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares or stock options are recognized as a deduction from equity, net of any related income tax effects.

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j. Income tax

Tax expense comprises of current tax expense and deferred tax.

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity, in correlation to the underlying transaction.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss) and does not give rise to equal taxable and deductible temporary differences.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity), in correlation to the underlying transaction.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The Company applies significant judgement in identifying uncertainties over income tax treatments.

k. Borrowing costs

Borrowing costs include interest and amortization of ancillary costs in connection with the arrangement of borrowings. Borrowing costs attributable to the acquisition, construction of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

l. Leases

Company as a lessee

The Company lease asset classes primarily consist of leases for land, buildings and office equipment's. The Company assesses whether a contract contains a lease, at in caption of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

The lease liability is initially measured at value of the future lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

m. Impairment of assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognised in the Standalone Statement of Profit or Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase, if applicable.

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where

they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts.

n. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Warranty provisions

Provisions for warranty related costs are recognized when the product is sold or service provided to the customer. Initial recognition is based on historical experience. The estimate of warranty related costs is revised annually.

Provision for onerous contracts

Present obligations arising under onerous contracts are recognised, measured and disclosed as provisions in financial statements. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

Provision for litigation

Provision for litigation related obligations represents liabilities that are expected to materialise in respect of matters in appeal related to legal cases.

Decommissioning liability

The Company records a provision for decommissioning costs of its manufacturing facilities. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The unwinding of the discount is expensed as incurred and recognised in the Standalone Statement of Profit and Loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

o. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

The Government of India has implemented 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, by consolidating 29 existing labour laws on 21 November 2025. The Ministry of Labour & Employment have published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in the regulations. The Labour Codes have prescribed a uniform definition of "Wages" to be used for the purpose of calculating employee benefits like gratuity and extending eligibility to fixed-term employees ("FTEs"). Under the Labour Codes, the base on which employee benefits are calculated has increased, which has resulted in increase in the Company's liability for employee benefits.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Code on Social Security, 2020, in line with the notification of the Labour Codes with effect from 21 November 2025. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is determined by an independent actuary (using the Projected Unit Credit method) at the end of each year. Any increase in gratuity liability arising due to implementation of Labour Codes in respect of past service cost is recognised immediately in the Standalone Statement of Profit and Loss, to the extent that the benefits are already vested, and is recognised over the vesting period in the Standalone Statement of Profit and Loss in respect of the unvested portion.

The Company makes annual contributions through trusts to a funded gratuity scheme administered by the Life Insurance Corporation of India (LIC).

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Statement of Profit and Loss in subsequent periods. Further also refer note 21.

Past service costs are recognised in the Standalone Statement of Profit and Loss on the earlier of:

(a) The date of the plan amendment or curtailment; and

(b) The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Standalone Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company presents the leave as a current liability in the balance sheet as it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

p. Segment Reporting

Identification of segments

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

The entire operation is governed by the same set of risk and returns and hence considered as representing a single primary segment and not analysed separately. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

Segment accounting policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

q. Contingent liability

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

r. Earnings Per Share (EPS)

The Company presents the basic and diluted EPS data for its equity shares.

(i) Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year;

(ii) Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares (which includes the various stock options granted to employees).

s. Dividends

Dividend to equity shareholders is recognized as a liability in the period in which the dividends are approved by the equity shareholders. Interim dividends that are declared by the Board of Directors without the need for equity shareholders' approvals are recognized as a liability and deducted from shareholders' equity in the year in which the dividends are declared by the Board of directors.

2.3. Climate related matters

The Company considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the Company due to both physical and transition risks. Even though the Company believes its business model and products will still be viable after the transition to a low-carbon economy, climate-related matters increase the uncertainty in estimates and assumptions underpinning several items in the standalone financial statements. Even though climate-related risks might not currently have a significant impact on measurement, the Company is closely monitoring relevant changes and developments, such as new climate-related legislation.

2.4. Significant accounting judgments, estimates and assumptions

In the application of the Company's accounting policies and preparation of financial statements, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the standalone financial statements.

2.4.1 Judgements

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements:

The areas involving critical estimates or judgements are

(i) Property Plant and Equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment and intangible assets for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the useful lives periodically and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from the budget for the next five years as approved by the Management and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the terminal growth rate used.

(ii) Impairment of Financial Asset and Contract Liability

The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and timing of cash flows. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

As a practical expedient, the Company uses a provision matrix to determine ECL impairment allowance on portfolio of its trade receivables and contract assets. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. The Company follows provisioning norms based on ageing of receivables to estimate the impairment allowance under ECL.

(iii) Provisions

- **Provision for onerous contracts:** The Company provides for onerous contracts when a present obligation arises as the unavoidable costs of meeting an obligations under a contract exceed the economic benefits expected to be received from that contract. Estimating these future losses involves a number of assumptions about the achievement of contract performance targets and the likely levels of future cost including escalation over time.

- **Warranty provision:** The Company generally offers warranty for its various products. Warranty costs are provided based on a technical estimate of the costs required to be incurred

for repairs, replacements, material costs, servicing cost and past experience in respect of warranty costs. Management estimates the related provision for future warranty claims based on historical warranty claim information, as well as recent trends that might suggest that past cost information may differ from future claims. The assumptions made in current period are consistent with those in the prior year. Factors that could impact the estimated claim information include the success of the Company's productivity and quality initiatives. Warranty provisions are discounted using a pre-tax discount rate which reflects current market assessments of time value of money and risks specific to the liability.

Warranty costs are provided based on a technical estimate of the costs required to be incurred for repairs, replacements, material costs, servicing cost and past experience in respect of such costs. It is expected that this expenditure will be incurred over the contracted warranty period ranging up to 2 years

- **Defined benefit plan - Gratuity:** The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. Further, another important parameter is salary considered while assessing the definition of "wages" as given in The Code on Social Security, 2020. The mortality rate is based on Indian Assured Lives Mortality (2012-14) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

(iv) Revenue from Operations

- **Provisions for liquidated damages claims (LDs):** The Company provides for LD claims to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved. This requires an estimate of the amount of LDs payable under a claim which involves management judgements and assumptions regarding the amounts to be recognised;

- **Project cost to complete estimates:** At each reporting date, the Company is required to estimate costs to complete on fixed-price contracts. Estimating costs to complete on such contracts requires the Company to make estimates of future costs to be incurred, based on work to be performed beyond the reporting date.

- **Recognition of contract variations:** The Company recognises revenues and margins from contract variations where it is considered probable that they will be awarded by the customer and this requires management to assess the likelihood of such an award being made by reference to customer communications and other forms of documentary evidence.

Judgements

A significant portion of the Company's business relates to EPC contracts which is accounted using cost-based input method, recognizing revenue as the performance on the contract progresses. This requires management to make judgement with respect to identifying contracts for which revenue need to be recognised over a period of time, depending upon when the customer consumes the benefit, whether the customer controls the work-in-progress, whether the asset created has no alternative use and the Company has right to payment for performance completed till date, either contractually or legally. The input method requires management to make significant judgements of the extent of progress towards completion including accounting of multiple contracts which need to be combined and considered as a single contract.

(v) Contingent Liabilities

The Company has received various orders and notices from tax authorities in respect of direct taxes, indirect taxes, transfer pricing and other legal matters. The outcome of these matters may have a material effect on the financial position, results of operations or cash flows. Management regularly analyses current information about these matters and makes provisions for probable losses. In making the decision regarding the need for loss provisions, management considers the degree of probability of an unfavourable outcome and the ability to make a sufficiently reliable estimate of the amount of loss. The filing of a suit or formal assertion of a claim against the company or the disclosure of any such suit or assertions, does not automatically indicate that a provision of a loss may be appropriate.

(vi) Impairment of Investments in Subsidiaries

The Company performs impairment assessment of investments by making an estimate of the recoverable amount, being the higher of fair value less costs to sell and its value in use which is then compared with the carrying value. An impairment loss is recognised in the Standalone Statement of Profit and Loss to the extent the carrying value of an asset exceeds the recoverable amount. The value in use of these investments is determined using discounted cash flow model (DCF model) requiring various assumptions and judgements. These include future cashflows and growth rate assumptions, discount rate, terminal growth rate and other economic and entity specific factors which are incorporated in the DCF model. The estimated cash flows are developed using internal forecasts.

(vii) Fair Value Measurement

Fair value measurement of unquoted financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of assumption is required in establishing fair values. Assumptions include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Company uses its judgement to select a variety of methods and makes assumptions that are mainly based on market conditions existing at the end of each reporting period.

(viii) Deferred tax Assets

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

3 Investements

Particulars	As at March 31, 2026	As at March 31, 2025
Investments at Fair value through Profit and Loss:		
Investments in Mutual Funds (quoted)	224.91	-
	224.91	**-**
Aggregate amount of quoted investments and its market value thereof	224.91	-

4 Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
At amortised cost		
Receivables from related parties (refer note 22)	318.09	204.01
Others	55.37	55.67
Total receivables	**373.46**	**259.68**
Break-up of security details		
Unsecured, considered good	373.46	259.68
	373.46	**259.68**
Less: Impairment allowance*	(55.62)	(55.62)
Total	**317.84**	**204.06**

No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. None of the trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member. Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.

*Includes provision amounting to Rs.Nil (March 31, 2025 : Rs.Nil) for Trade receivables which have a significant increase in credit risk.

For terms and conditions relating to related party receivables, refer note 22.

The aging of current trade receivables which are due for receipt :

Particulars	Not Due	Outstanding for the following period from due date of payments					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Trade receivables as at March 31, 2026							
(i) Undisputed - considered good	37.06	59.75	112.07	108.69	-	55.90	**373.46**
(ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed - credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed - considered good	-	-	-	-	-	-	**-**
(v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed - credit impaired	-	-	-	-	-	-	**-**
Less: Impairement Allowance	-	-	-	-	-	55.62	**55.62**
Total	**37.06**	**59.75**	**112.07**	**108.69**	**-**	**55.90**	**317.84**

Particulars	Not Due	Outstanding for the following period from due date of payments					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Trade receivables as at March 31, 2025							
(i) Undisputed - considered good	-	98.77	105.02	-	-	55.90	**259.68**
(ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed - credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed - considered good	-	-	-	-	-	-	**-**
(v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed - credit impaired	-	-	-	-	-	-	**-**
Less: Impairement Allowance	-	-	-	-	-	-	**55.62**
Total	**-**	**98.77**	**105.02**	**-**	**-**	**55.90**	**204.06**

The above ageing includes retention receivables which are classified as due or not due on the basis of the contractual terms with respective customers.

4(a) The following table summarises the change in provision for impairment allowance measured using the life time expected credit loss model:

	Provision for trade receivables	
	Year Ended March 31, 2026	Year Ended March 31, 2025
At the beginning of the year	55.62	47.56
Provision made during the year	-	8.06
Utilized/reversed during the year	-	-
At the end of the year	**55.62**	**55.62**

5 Other financial assets

(a) Other non current financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
At amortised cost		
Bank deposits with maturity of more than 12 months	-	97.44
Total	**-**	**97.44**

(b) Other current financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with maturity of less than 12 months*	291.26	50.00
Total	**291.26**	**50.00**

*Fixed deposit amount of Rs. 186.02 has been marked as lien in ICICI Bank.

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

6 (a) Income Taxes

The major components of income tax expense for the year ended March 31, 2026 and March 31, 2025 are:

Statement of profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Current Income tax charge	**-**	**-**
Current Income tax	-	-
Income tax expense reported in the Statement of profit and loss	**-**	**-**

Other comprehensive income

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax related to items recognised in OCI during the year	-	-
Net gain or loss on remeasurements of defined benefit plans	-	-
Income tax charged/(credited) to OCI	**-**	**-**

Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate for March 31, 2026 and March 31, 2025

Particulars	As at March 31, 2026	As at March 31, 2025
Accounting profit before tax	21.48	(18.42)
At India's statutory income tax rate of 25.17% (March 31, 2025 : 25.17%)	5.41	(4.64)
Effects of non-deductible business expenses	-	2.03
Donation	1.60	2.31
Other differences - Difference between book base and tax base for various items	(7.00)	0.30
At the effective tax rate of Nil % (March 31, 2025: Nil%)	**0.00**	**(0.00)**
Income tax expense reported in the statement of profit or loss	**-**	**-**

6 (b) Deferred tax

Details of deferred tax assets which has not been recognised in book of accounts :

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax asset on		
Statutory dues deductible on payment under section 43B of Income-tax Act, 1961	1.30	5.23
Provision for doubtful debts, liquidated damages and other provisions	14.00	14.00
Difference in written down values of PPE	25.73	25.73
Total	**41.03**	**44.96**

As per Ind As 12, the entity recognises deferred tax assets only when it is probabale that the taxable profits will be available against which the deducible temporary difference can be utilised. However in the current scenario, as the company does not expect to have sufficient future taxable profits, deferred tax asset has not been recognised in book of accounts.

7 Other assets

(a) Other non current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured considered good		
Balances with government authorities	603.16	606.09
Total	**603.16**	**606.09**

(b) Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured considered good		
Advances to suppliers	-	-
Advances to staff and workers	8.45	17.74
Prepaid employee benefits (note 21)	4.34	14.33
Total	**12.79**	**32.07**

There were no advances due by directors or other officers of the Company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a member.

8 (a) Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
At amortised cost		
Cash and cash equivalents		
Balances with banks		
- on current accounts	10.05	49.90
- in deposits with original maturity of less than three months	-	250.00
Total	**10.05**	**299.90**

8 (b) Other bank balances

Particulars	As at March 31, 2026	As at March 31, 2025
Deposits with original maturity:		
more than three months but less than twelve months*	-	175.20
Interest Accrues on fixed deposit	-	3.29
Total	**-**	**178.49**

*(March 31, 2025- Fixed deposit amount of Rs. 175.20 has been marked as lien in ICICI Bank)

9A Share capital

Particulars	As at March 31, 2026	As at March 31, 2025
Authorized shares (Nos)		
10,000,000 (March 31, 2025: 10,000,000) equity shares of Rs. 10/- each	1,000.00	1,000.00
	1,000.00	**1,000.00**
Issued, subscribed and fully paid share capital (Nos)		
4,500,000 (March 31, 2025: 4,500,000) equity shares of Rs. 10/- each	450.00	450.00
Total issued, subscribed and fully paid-up share capital	**450.00**	**450.00**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

	No. of Shares
Equity share of Rs. 10 each issued, subscribed and fully paid	
As at April 1, 2024	4,500,000
Changes during the period	-
As at March 31, 2025	4,500,000
Changes during the period	-
As at March 31, 2026	**4,500,000**

(b) Terms/ rights attached to equity shares

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

(c) Equity shares held by holding company

Particulars	As at March 31, 2026	As at March 31, 2025
Thermax Limited		
4,500,000 (March 31, 2025: 4,500,000) equity shares of Rs. 10/- each fully paid	450.00	450.00

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

	Thermax limited
As at March 31, 2026	
%	100.00
No. of shares	4,500,000
As at March 31, 2025	
%	100.00
No. of shares	4,500,000

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 the legal ownerships of shares.

(e) Details of shares held by promoters

Particulars	As at March 31, 2026	As at March 31, 2025
Thermax Limited		
%	100.00	100.00
No. of Shares	4,500,000	4,500,000
% of change during the year	-	-

9B Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Reserves and surplus		
General reserve	525.21	525.21
Retained earnings		
Opening balance	524.25	555.98
Add: (Loss)/Profit for the year	21.48	(18.42)
Items of other comprehensive income recognised directly in retained earnings:		
	(21.55)	(13.31)
Net surplus in the statement of profit and loss	**524.18**	**524.25**
Total	**1,049.39**	**1,049.46**

Nature and purpose of reserves

General reserve

These are in nature of those retained earnings which are kept aside out of Company's profits. These are free reserves available for distribution of dividend.

10 Investment in Subsidiary

	Face value	As at March 31, 2026	As at March 31, 2025
Investments in equity instruments at cost (Fully paid)			
Thermax Engineering Construction Company, FZE			
Number of Shares: 1000 shares	USD 1	0.76	0.76
Total value of Investment		**0.76**	**0.76**

The Company has formed a subsidiary in Nigeria for the management and supervision of the installation, commissioning and testing of boilers and heaters, in respect of the petroleum refinery and polypropylene plant for Dangote group, being constructed in Lekki Free Trade Zone, Nigeria (LFTZ).

11 Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
At amortized cost		
Total outstanding dues of micro enterprises and small enterprises	1.60	1.60
Total outstanding dues of creditors other than micro enterprises and small enterprises		
(i) Related Parties (refer note 22)	2.00	-
(i) Others	31.13	36.62
Total	**34.73**	**38.22**

Trade payables are non-interest bearing and are normally settled between 3 to 12 Months.

Details of dues to micro and small enterprises as defined under The Micro, Small and Medium Enterprises Development (MSMED) Act 2006

	Year ended March 31, 2026	Year ended March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
-Principal amount outstanding (whether due or not) to micro and small enterprises	1.60	1.60
-Interest due thereon	-	-
The amount of interest paid by the Company 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	-	-
The amount of payment made to the supplier beyond the appointed day during the year	-	-
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	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
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 to the financial statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

The ageing of current trade payables which are due for payment :

Particulars	Not Due	Unbilled	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
Trade payables as at March 31, 2026							
(i) MSME	-	-	-	-	-	1.60	1.60
(ii) Others	9.00	-	5.13	0.71	-	18.30	33.13
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iii) Disputed dues- Others	-	-	-	-	-	-	-
Total	**9.00**	**-**	**5.13**	**0.71**	**-**	**19.89**	**34.73**

Particulars	Not Due	Unbilled	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
Trade payables as at March 31, 2025							
(i) MSME	-	-	-	-	-	1.60	1.60
(ii) Others	9.00	-	10.58	-	-	17.05	36.63
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iii) Disputed dues- Others	-	-	-	-	-	-	-
Total	**9.00**	**-**	**10.58**	**-**	**-**	**18.64**	**38.22**

12 Other current financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
At amortised cost		
Employee related payables	1.60	1.11
Total	**1.60**	**1.11**

13 Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for leave encashment	0.62	6.28
Total	**0.62**	**6.28**

14 Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues and other liabilities*	1.20	1.95
Total	**1.20**	**1.95**

* mainly includes tax deducted at source, provident fund, ESIC, etc.

15 Other Income

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Dividend income from equity investments designated at fair value through profit and loss	2.95	-
Liabilities no longer required written back	-	2.64
Fair value gain on financial instrument at fair value through profit & loss	8.65	
Exchange fluctuation gain (net)	-	0.52
Interest income	22.46	42.51
Miscellaneous income	9.79	11.86
Total	**43.85**	**57.53**

16 Employee benefits expense

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Salaries, wages and bonus	4.79	11.97
Contribution to provident and other funds	7.24	5.44
Gratuity expense (refer note 21)	(8.31)	(10.42)
Staff welfare expenses	1.20	0.76
Total	**4.92**	**7.75**

17 Other expenses

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Rent (refer note 20B)	0.97	0.95
Site expenses and contract labour charges	2.22	2.29
Rates and taxes	0.54	15.10
Insurance	0.05	-
Travelling and conveyance	0.55	0.23
Legal and professional fees	3.57	8.49
Audit fees (refer note 18(b))	3.00	2.00
Bad debts/ advances written off	-	16.39
Provision for impairment allowance of financial assets (net)	-	8.06
CSR expenditure (refer note 18(a))	6.34	9.19
Bank guarantee charges (including bank charges)	0.05	5.34
Miscellaneous expenses (includes printing, communication, postage, security expense, etc.)	0.16	0.16
Total	**17.45**	**68.20**

18 (a) Corporate social responsibility (CSR)

	Year Ended March 31, 2026	Year Ended March 31, 2025
Gross amount required to be spent by the Company during the year	6.34	9.19
Total	**6.34**	**9.19**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Amount spent during the year

	In Cash	Yet to be spent in cash	Total
During the year ended March 31, 2026			
a. Construction/ acquisition of any asset	-	-	-
b. On purposes other than (a) above *	6.34	-	6.34
	6.34	**-**	**6.34**
During the year ended March 31, 2025			
a. Construction/ acquisition of any asset	-	-	-
b. On purposes other than (a) above *	9.19	-	9.19
	9.19	**-**	**9.19**

*The amount of Rs. 6.34 (March 31, 2025 :Rs. 9.19) is contributed to Thermax Foundation, India (also refer note no 22 Related party transactions), which is engaged in education of economically underprivileged children by addressing social discrimination through affirmative actions, skill development and employability initiatives.

There is no shortfall in contribution as at March 31, 2026.

18 (b) Payment to auditors

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
As auditor		
Audit	2.00	2.00
In other capacity		
Other services	1.00	-
Total	**3.00**	**2.00**

19 Earnings per share

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Net profit attributable to the equity shareholders of the Company	21.48	(18.42)
Weighted average number of equity shares of Rs. 10/- each	45.00	45.00
Basic & Diluted Earnings per share (In Rupees)	0.48	(0.41)

20 Contingent Liabilities and commitments

A Contingent liabilities

i) Disputed demands in respect of Excise, Customs Duty and Service tax Rs. Nil (March 31, 2025 Rs Nil)

ii) Disputed demands in respect of Sales tax(VAT Chhatisgarh) Rs. Nil (March 31, 2025 Rs Nil)

iii) Disputed demands in respect of GST 48.69 (March 31, 2025 Rs 48.69)

iv) The Company has issued various guarantees for performance, deposits, tender money, advances,etc to customers. The management has considered the probability for outflow of the same to be remote and accordingly no amount has been disclosed here.

B Capital and other commitment

a) On the basis of credit comfort of the Company, ICICI bank has issued bank guarantees of USD 153,489.96 (March 31, 2025 USD 153,489.96) in favour of customers of TEC FZE.

b) **Operating lease : Company as lessee**

The Company has taken certain office premises on cancellable operating lease. The tenure of such leases is for a period of one year or less. Lease rentals are charged to the Statement of Profit and Loss for the year. There are no sub-leases. The leases are renewable on mutually agreeable terms. At the expiry of the lease term, the Company has an option to terminate the agreement or extend the term by giving notice in writing. Since the contracts are short term leases, the entity has elected to apply the exemption available to short term leases under Ind AS 116 and has recognised the lease payments associated with these leases as an expense.

Future minimum lease rental payables under non-cancellable operating leases are as follows:

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Lease payments for the year	0.97	0.95

21 A. Gratuity

The Company operates a defined benefit plan viz. gratuity for its employees. Under the gratuity plan, every employee who has completed specified years of service gets a gratuity on departure @ 15 days (minimum) of the last drawn salary for each completed year of service. The scheme is funded with an insurance Company in the form of qualifying insurance policy. The fund has formed a trust and it is governed by the Board of Trustees.

The fund is subject to risks such as asset volatility, changes in asset yields and asset liability mismatch risk. In managing the plan assets, Board of Trustees reviews and manages these risks associated with the funded plan. Each year, the Board of Trustees reviews the level of funding in the gratuity plan. Such a review includes asset-liability matching strategy and investment risk management policy (which includes contributing to plans that invest in risk-averse markets). The Board of Trustees aim to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise.

I Changes in the net benefit obligation and fair value of plan assets are as follows :

Particulars	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2024	**25.12**	**37.91**	**(12.79)**
Current service cost	2.48		2.48
Interest expense/(income)	1.68	10.75	(9.07)
Total amount recognised in Statement of Profit and Loss	**4.16**	**10.75**	**(6.59)**
Actuarial loss from change in financial assumptions	1.78	(3.83)	5.61
Amount not recognised due to asset ceiling		(7.70)	7.70
Total amount recognised in Other comprehensive income	**1.78**	**(11.53)**	**13.31**
Transfer In/(Out)	(4.13)	4.13	(8.26)
March 31, 2025	**26.93**	**41.26**	**(14.33)**

Particulars	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2025	**26.93**	**41.26**	**(14.33)**
Current service cost	1.72	-	1.72
Past service cost	0.06	-	0.06
Interest expense/(income)	0.28	10.37	(10.09)
Total amount recognised in Statement of Profit and Loss	**2.07**	**10.37**	**(8.31)**
Actuarial loss from change in financial assumptions	6.12	29.57	(23.45)
Amount not recognised due to asset ceiling	-	(45.00)	45.00
Total amount recognised in Other comprehensive income	**6.12**	**(15.43)**	**21.55**
Employer contributions	-	(15.06)	15.06
Benefits paid	(18.33)	-	(18.33)
Transfer In/(Out)	(13.49)	(13.49)	-
March 31, 2026	**3.29**	**7.65**	**(4.35)**

II The net liability disclosed above relates to funded plans are as follows :

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Present value of funded obligation	3.29	26.93
Fair value of plan assets	7.65	41.26
Plan (assets)	**(4.35)**	**(14.33)**

III Significant estimates

The significant actuarial assumptions were as follows :

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Discount rate	7.20%	6.60%
Salary growth rate	7.00%	7.00%
Expected return on plan assets	6.60%	7.20%
Normal retirement age	60 years	60 years
Mortality table	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Employee turnover	12%	12%

IV Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

Assumption	Impact on defined benefit obligation	
	Year Ended March 31, 2026	Year Ended March 31, 2025
Discount rate		
1.00% increase	Decrease by 0.2	Decrease by 22.67
1.00% decrease	Increase by 0.23	Increase by 24.7
Future salary increase		
1.00% increase	Increase by 0.2	Increase by 24.42
1.00% decrease	Decrease by 0.18	Decrease by 22.91
Attrition Rate		
1.00% increase	Decrease by 0	Decrease by 0.02
1.00% decrease	Increase by 0	Increase by 23.66

"The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet. The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Within next 12 months	0.26	3.40
Between 2-5 years	2.02	22.81
Between 5-10 years	3.96	9.21

The average duration of the defined benefit plan obligation at the end of the reporting period is 10.33 years (March 31, 2025 : 5.79 Years)

V The major categories of plan assets are as follows:

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Investments with Insurer (LIC of India)	100.00%	100.00%

22. Related party disclosures

Names of related parties and related party relationship:

Related parties where control exists

Holding company	Thermax Limited, India
Ultimate holding company	RDA Holdings Private Limited, India
Subsidiary company	Thermax Engineering Construction FZE, Nigeria (TEC FZE)

Related parties with whom transactions have taken place during the year

A. Fellow Subsidiaries in India

Thermax Babcock & Wilcox Energy Solutions Limited

B. Enterprise, over which control is exercised by directors of the Holding Company.

Thermax Foundation

C. Key management Personnel:

Mr. Pravin Karve - Director

Mr. Ravinder Advani - Director(Resigned on April 24,2024)

Mr. Bhavesh Chheda - Director (Resigned on Mar 31, 2025)

Mr. Sandeep Deshpande- Director (Appointed on Mar 20, 2025)

Mr. Rajesh Bukinkere- Director (Appointed on February 01, 2024)

D Individuals having significant influence over the Company by reason of voting power and their relatives :

Mrs. Meher Pudumjee - Chairperson of Holding Company

Mrs. Anu Aga - Relative of Chairperson of Holding Company

Mr. Pheroz Pudumjee - Director of Holding Company

Mr. Zahaan Pudumjee - Relative of Chairperson of Holding Company

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

E Transactions with related parties:

Particulars	Holding Company		Entities Controlled by Holding company		Subsidiary Company		Independent Director		Total	
	Year Ended March 31, 2026	Year Ended March 31, 2025	Year Ended March 31, 2026	Year Ended March 31, 2025	Year Ended March 31, 2026	Year Ended March 31, 2025	Year Ended March 31, 2026	Year Ended March 31, 2025	Year Ended March 31, 2026	Year Ended March 31, 2025
Transactions during the year										
Sales of products and services	-	-	-	-	-	-	-	-	-	-
Sale of fixed assets	-	-	-	-	-	-	-	-	-	-
Recovery of expenses	-	-	48.59	43.65	163.31	247.50	-	-	**211.90**	**291.15**
Reimbursement of expenses	-	-	-	-	-	-	-	-	-	-
Reimbursement of remuneration for key management personnel	-	-	-	-	-	-	-	-	-	-
Corporate social responsibility	-	-	6.34	9.19	-	-	-	-	**6.34**	**9.19**
Commission paid	-	7.00	-	-	-	-	-	-	-	**7.00**
Corporate cost allocation	-	-	-	-	-	-	-	-	-	-
Dividend Received	-	-	-	-	-	-	-	-	-	-
Dividend paid	-	-	-	-	-	-	-	-	-	-

F Balances with related parties:

Particulars	Holding Company		Entities Controlled by Holding company		Subsidiary Company		Total	
	Year Ended March 31, 2026	Year Ended March 31, 2025	Year Ended March 31, 2026	Year Ended March 31, 2025	Year Ended March 31, 2026	Year Ended March 31, 2025	Year Ended March 31, 2026	Year Ended March 31, 2025
b. Balances as at the year end								
Trade receivables	0.30	-	10.44	5.18	307.35	198.83	**318.09**	**204.01**
Trade payables and other liabilities	-	7.91	1.99	-	-	-	**1.99**	**-**

G Commitments

On the basis of credit comfort of the Company, ICICI bank has issued bank guarantees of USD 153,489.96 (March 31, 2025 USD 153,489.96) in favour of customers of TEC FZE.

H Terms and conditions for outstanding balances

All outstanding balances are unsecured and repayable in cash.

I Terms and conditions of related party transactions

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash.

There have been no guarantees provided or received for any related party receivables or payables (except as disclosed above). For the year ended March 31, 2026, the Group has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2025 : Rs Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

23 Fair value measurements

a) Category of financial instruments and valuation techniques

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables (refer note 4)	317.84	204.06
Other financial assets (refer note 5(b))	291.26	147.44
Cash and cash equivalents (refer note 8(a))	10.05	299.90
Bank balances other than cash and cash equivalents (refer note 8(b))	-	178.49
Total	**619.15**	**829.89**
Current assets	619.15	732.45
Non-current assets (refer note 5(a))	-	97.44
Total	**619.15**	**829.89**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payable (refer note 11)	34.73	38.22
Employee related payables (refer note 12)	1.60	1.11
Total	**36.33**	**39.33**
Current liabilities	36.33	39.33
Total	**36.33**	**39.33**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

24 Financial risk management

The Company's principal financial liabilities, comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables and cash and cash equivalents that it derives directly from its operations.

The Company is exposed to credit risk and liquidity risk. The company follows guidance given by the Corporate Risk Management Policy of the group. The risks are summarized below:

I Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits and risk of potential default based on defined credit risk parameters.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous group and assessed for impairment collectively. The calculation is based on historical data of losses. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 4. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments and bank deposits

Credit risk from balances with banks and financial institutions is managed by the group treasury department in accordance with the Thermax group policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

II Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at operating segments level in the Company in accordance with practice and limits set by the Company. In addition, the company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

(i) Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

Year Ended March 31, 2026	< 1 year	1 to 3 years	> 3 years
Non- derivative			
Trade Payables	34.73	-	-
Other financial liabilities			
Employee related payables	1.60	-	-
Year Ended March 31, 2025	**< 1 year**	**1 to 3 years**	**> 3 years**
Non- derivative			
Trade Payables	38.22	-	-
Other financial liabilities			
Employee related payables	1.11	-	-

25 Key Financial Ratios

Particulars	Numerator	Denominator	March 31, 2026	March 31, 2025	Change	Reason for Variance
Return on equity ratio	Net Profits after taxes	Average Shareholder's Equity	1.43%	-1.22%	217.84%	Increase in income resulted in decrease in ratio
Debtors turnover ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	0.00	0.00	0.00%	
Net working capital turnover ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	0.00	0.00	0.00%	
Net Profit ratio	Net Profit	Net sales = Total sales - sales return	0.00%	0.00%	0.00%	
Return on capital employed	Earnings before interest and taxes	Capital Employed = Net Worth	1.43%	-1.23%	-216.61%	Increase in income resulted in decrease in ratio
Return on investment	Interest (Finance Income)	Average Investment	5.13%	6.74%	-23.83%	Reduced rate of interest resulted in decreased return
Current Ratio	Current Assets	Current Liabilities	22.46	16.07	39.72%	Increase in Cash & Cash equivalent balances resulted in increase in ratio
Trade payables turnover ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	0.51	1.17	-56.48%	Increase in AP balances resulted in decrease in ratio
Debt-Equity Ratio	Total Debt	Shareholder's Equity	N.A.	N.A.	0.00%	
Debt service coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest + short term borrowings	N.A.	N.A.	0.00%	
Inventory turnover ratio	Cost of goods sold	Average Inventory	N.A.	N.A.	0.00%	

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

26 Struck off companies

There is no transactions and balances with struk off companies for year ended March 31, 2026 & March 31, 2025.

27 Capital Management

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long- term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. No changes were made in the objectives, policies or processes during the years ended March 31, 2026 and March 31, 2025. Capital represents equity attributable to equity holders of the Parent Company.

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Trade payables	34.73	38.22
Less: Cash and cash equivalents	(10.05)	(299.90)
Equity	**1,499.39**	**1,499.46**
Capital and net debt	**1,499.39**	**1,499.46**

28 During the year, the Company has stopped accepting new orders as the management is in discussion with the holding company to evaluate future business opportunities and prospects.As at the reporting date, the Company has sufficient cash balances to meet its obligation and honour the commitments. Management is confident of recovering asset balances (including balances with government authorities) with the alternative plans available and hence, financial statements have been prepared on a going concern basis.

29 As the consolidated financial statements are presented by the entity's holding Company, the entity has elected to apply the exemption available to it under Ind AS 110 and has opted to present only one set of standalone financial statements.

30 (a) Compliance with section 143(3) for maintenance of books of account

The Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis. The Company has a process to take daily back-up of books of account maintained in electronic mode and along with the logs of the back-up of such books of account. The Company has complied with the provision of section 143(3) of the act for maintenance of books of account.

30 (b) The Company has used accounting software for maintaining its books of account 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 that audit trail feature is not enabled for direct changes to data for users with certain privileged access rights to the Infor Baan application. Further no instance of audit trail feature being tampered with was noted in respect of other software. Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

31 Other statutory information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property; under the Prohibition of Benami Property Transactions Act, 1988 (as amended from time to time) (formally the Benami Transaction (Prohibition) Act, 1988 (45 of 1988)) and Rules made there under.

(ii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

(iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the current or previous financial year

(iv) The Company has not made 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);

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

(vi) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(viii) Other than as disclosed in Note 36, the Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall:

(a) 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

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

(ix) The Company has not received any funds from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries:

(x) The Company has complied with the number of layers prescribed under the Companies Act, 2013, read with the Companies (Restriction on number of layers) Rules, 2017.

For B. K. Khare and Company
Chartered Accountants
ICAI Firm Reg No.105102W

Amit Mahadik
Partner
Membership No:125657

Date: May 04,2026
Place: Pune

For and on behalf of the Board of Directors of
Thermax Engineering Construction Company Limited

Rajesh Bukinkere
Director
DIN: 10486449

Date: May 04,2026
Place: Pune

Sandeep Deshpande
Director
DIN: 09748806

Date: May 04,2026
Place: Pune

Thermax Instrumentation Limited

Board of Directors
Rajendran Arunachalam
(upto November 17, 2025)
Kirtiraj Jilkar
Sandeep Deshpande
Sandeep Raut (w.e.f. November 6, 2025)

Registered Office
Thermax House,
14, Mumbai – Pune Road, Wakdewadi,
Pune – 411003

Corporate Office
Sai Chambers
15, Mumbai – Pune Road, Wakdewadi,
Pune - 411003

Auditors
SRBC & Co. LLP
Chartered Accountants
(upto the conclusion of 29th AGM
held on July 21, 2025)
C-401, Panchshil Tech Park, Yerwada,
Pune-411006, India

Price Waterhouse Chartered Accountants LLP,
(w.e.f. conclusion of 29th AGM held on July 21, 2025)
7th Floor, Tower A, Wing 1,
Business Bay, Airport Road, Yerwada,
Pune, India - 411006

Key Managerial Personnel
Mr. Sunil Kumar Samuel Bojja (Manager) (w.e.f.
May 5, 2025)
Ajit Sharma
(Chief Financial Officer)
Sudhir Lale
(Company Secretary)

Bankers
ICICI Bank
CitiBank NA

Branch offices
1. Unit 3, Ninth (9th) Floor Galleria Corparate Center
EDSA - II Carner Ortigas Avenue
Quezon City, Manila Philippines
2. C/o PKF Consulting Zambia Limited,
Plot 11, Sable Road, Kabulonga, Lusaka, Zambia.
3. SAIF Executive Office P08-04-31,
P.O. Box- 121291, Sharjah-U.A.E.

DIRECTORS' REPORT

Dear Shareholder,

The Directors present the Thirtieth Annual Report for the year ended March 31, 2026.

FINANCIAL HIGHLIGHTS:

Your Company's performance during the financial year ended March 31, 2026 is summarized below:

(Rs. in Lakh)

Particulars	2025-2026	2024-2025
Total Income	**3,712.51**	6,239.68
Profit before Depreciation	**1,138.97**	1,813.99
Depreciation	**15.81**	17.20
Profit before Tax	**1,118.06**	1,775.20
Provision for Taxation including Deferred Tax	**370.31**	811.19
Profit after tax	**747.75**	964.01

State of Company's Affairs and future outlook

The Company is a wholly owned subsidiary of Thermax Limited.

Your Company is engaged in rendering erection, commissioning, civil works and operation and maintenance services for turnkey contracts for power plants. The Company has established foreign branches at Manila (Philippines), Lusaka (Zambia) and Sharjah (United Arab Emirates) which are in the business of rendering supervision, operation and maintenance services for power plants.

During the year, the Company earned a total income of Rs 3,712.51 lakh (previous year Rs 6,239.68 lakh). Profit before tax stood at Rs 1,118.06 lakh (previous year Rs. 1,775.20 lakh) and profit after tax is Rs. 747.75 lakh (previous year Rs. 964.01 lakh).

Profit before tax for the year is higher since margins have slightly improved. Further, the Company has received long pending Income Tax refund for earlier years, including interest which has resulted into income for the year. The order booking in the current year was Rs. 2,647.05 lakh (previous year Rs. 3,828.30 lakh).

Change in nature of business

There is no change in nature of business during the year under review.

Dividend

The Board of Directors at its Meeting held on January 29, 2026 declared interim dividend of Rs. 5.56/- per equity share for the financial year 2025-26.

Amount Proposed to be carried to Reserves

The Company does not propose to carry any amount to reserves.

Share Capital

The paid-up equity share capital of the Company is Rs. 900 lakhs and the paid-up preference share capital is Rs. 1,700 lakhs. The total paid up share capital of the Company is Rs. 2,600 lakhs. During the year, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

Pursuant to the Scheme of Arrangement approved by the Hon'ble National Company Law Tribunal (NCLT), involving the demerger of the Cooling Business of Thermax Cooling Solutions Limited into the Company, the Company had issued 17,00,000 10% Redeemable Preference Shares of ₹100 each to the equity shareholders of Thermax Cooling Solutions Limited. Based on the request received from preference shareholder and in accordance with the said Scheme, the Board approved the redemption of 12,00,000 10% Redeemable Preference Shares of ₹100 each at par, in accordance with the terms of issue and applicable provisions of the Companies Act, 2013. Consequently, the paid-up share capital of the Company is reduced accordingly.

Board Meetings

The Board met four times during the year. The intervening gap between two meetings was within the period prescribed under the Companies Act, 2013.

Details of meetings attended by the Directors are as follows:

Name	Board Meetings			
	May 5, 2025	July 24, 2025	November 6, 2025	January 29, 2026
Mr. Rajendran Arunachalam*	P	P	A	NA
Mr. Kirtiraj Jilkar	P	A	P	A
Mr. Sandeep Deshpande	P	P	P	P
Mr. Sandeep Raut#	NA	NA	NA	P

P- Present, A- Absent

**Mr. Rajendran Arunachalam resigned from the Board of the Company w.e.f. November 17, 2025*

#Mr. Sandeep Raut appointed as an Additional Director w.e.f. November 6, 2025

Particulars of Loans, Guarantees or Investments

During the year under review the Company did not give any loan or made any investment pursuant to the provisions of Section 186 and Section 134(3) (g) of the Companies Act, 2013.

Related Party Transactions

All Related Party Transactions (RPTs) that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with directors, key managerial personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Therefore, requirements of disclosure of Related Party Transactions in AOC-2 are not attracted.

During the year, all RPTs were placed before the Board for its perusal and approval. A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the Financial Statements.

Explanation(s) / Comment(s) to Qualifications, Reservations, Adverse Remarks & Disclaimers made by the Auditors

There are no qualifications, reservations, adverse remarks and disclaimers made by the Auditors in their report on Financial Statements for the financial year ended March 31, 2026.

Material changes affecting financial position of the Company

There were no material changes and commitments that have occurred after the close of the year till the date of this report, which affects the financial position of the Company.

Conservation of Energy

The Company is very careful in using the power to reduce cost of maintenance and conserve resources. The Company makes an effort to use power from grid at its sites instead of DG sets.

Technological Absorption

There was no technology acquisition and absorption during the year under review.

Foreign Exchange Earnings and Outgo

Information pertaining to foreign exchange earnings and outgo, under Section 134 (3) (m) of the Companies Act, 2013 is as follows:

	(Rs. In lakh)
Foreign currency earnings	2,393.04
Foreign currency outgo	1,605.71

Subsidiary / Associate / Joint Venture Company

Your Company does not have any Subsidiary / Associate / Joint ventures company and there was no change in the position during the financial year 2025-26.

Business Risk Management

The Company has a process of evaluating risks. It keeps track of risk portfolio, and every quarter tracks the changes of any risk and prepares its mitigation plan accordingly. The Board is informed about the changes in economic and environmental factors and its impact on strategic business decision and risk portfolio. After detailed review of risk and mitigation measures, the management has confirmed that there is no risk as on date which threatens the existence of the Company. It will continue to actively monitor and strengthen its risk management framework.

Health & Safety

The Company has continued to focus on safety at sites and has achieved most of the safety "Key Performance Indicators."

Key Managerial Personnel (KMP)

During the year, the Board of Directors at their meeting held on May 5, 2025 approved appointment of Mr. Sunil Kumar Samuel Bojja as the Manager and Key Managerial Personnel of the Company for a period of three years effective from May 5, 2025, subject to the approval of the shareholders. The said appointment was approved by the shareholders of the Company at their 29th Annual General Meeting held on July 21, 2025.

Directors

Currently, the Board of the company comprises of three Directors In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Sandeep Deshpande (DIN: 09748806) retires by rotation, and being eligible, offers himself for re-appointment as director.

Based upon the recommendation received from the Holding Company, the Board at their meeting held on November 6, 2025 appointed Mr. Sandeep Khemraj Raut (DIN: 10994665) as an Additional Director of your Company. Mr. Sandeep Khemraj Raut holds the office as an Additional Director upto to the date of ensuing Annual General Meeting of the Company and subject to the approval of the members at the ensuing Annual General Meeting, the Board recommends appointment of Mr. Sandeep Khemraj Raut as a Director of the Company. Further, Mr. Rajendran Arunachalam (DIN: 08446343), resigned from the Board of your Company effective from November 17, 2025.

Significant and Material Orders passed by the Regulators or Courts

During the year there are no significant material orders passed by the regulators / courts which can adversely impact the going concern status of the Company and its operations in future.

Adequacy of Internal Financial Controls

Internal controls are reviewed by the Internal Audit Department of the Holding Company on periodical basis. All significant and material observations emerging out of internal audit are regularly to the Board and follow-up measures are taken.

Public Deposits

During the financial year 2025-26 your Company has not accepted any deposits under Chapter V of the Companies Act, 2013. Consequently, it has no unpaid / unclaimed deposit(s) as on March 31, 2026.

Corporate Social Responsibility Initiatives

As a part of its initiatives under Corporate Social Responsibility (CSR), the Company has undertaken projects mainly in the area of education. The projects are in accordance with Schedule VII of the Companies Act, 2013. Since 2007, CSR initiatives have been undertaken through Thermax Foundation. The detailed report on CSR is annexed as Annexure 1.

Board Evaluation

The Board has put in place a mechanism for evaluation of its own performances and individual Directors. The evaluation of the Board, was conducted based on the evaluation parameters, such as Board composition and structure, effectiveness of the Board, participation at meetings, domain knowledge, and awareness etc.

Disclosure on Establishment of a Vigil Mechanism

The Provision of section 177(9) of the Companies Act, 2013, with respect to establishment of vigil mechanism are not applicable to the Company.

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

The Company has framed an Internal Committee (ICC), pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder. Further a policy on Sexual Harassment of Women at Workplace has been circulated to all employees for a proper mechanism for redressal of complaints of sexual harassment. The Company is committed to provide a safe and conducive work environment to its employees. The details of cases received / pending during the year are as under:

No. of complaints received during the year	No. of complaints disposed off during the year	No. of cases pending for more than 90 days
0	0	0

Thermax Instrumentation Limited

Fraud Reporting

During the Financial Year 2025-26, the Auditors have not reported any incident of fraud to the Board of Directors of the Company pursuant to provisions of Section 143(12) of the Companies Act, 2013.

Auditors

SRBC & CO. LLP Chartered Accountants (Firm Registration No.324982E/E300003) were appointed as the Statutory Auditors of the Company for a period of five years from the conclusion of the 24th Annual General Meeting (AGM) of the Company until the conclusion of the 29th AGM. Therefore, their term as the Statutory Auditors of the Company ended upon conclusion of the 29th AGM of the Company held on July 21, 2025.

The Board of Directors at its meeting held on May 5, 2025 had recommended the appointment of M/s. Price Waterhouse Chartered Accountants LLP (ICAI Firm Registration No. 012754N/N500016) as the Statutory Auditors of your Company for a term of 5 years from the conclusion of Twenty-Ninth Annual General Meeting until the conclusion of Thirty-Fourth Annual General Meeting for the approval of the shareholders. The shareholders of the Company at their 29th AGM held on July 21, 2025 approved the said appointment of M/s. Price Waterhouse Chartered Accountants LLP as the Statutory Auditors of your Company for a term of 5 years from the conclusion of Twenty-Ninth Annual General Meeting until the conclusion of Thirty-Fourth Annual General Meeting.

Maintenance of Cost Records

The provisions of section 148 of the Companies Act, 2013 read with the Companies (Cost Record & Audit) Rules, 2014 are not applicable to the Company, as the Company was not covered under the class of companies engaged in the production of goods and/or providing services as per Rule 3 of the Companies (Cost Records & Audit) Rules, 2014, during the Financial Year 2025-26.

Directors' Responsibility Statement

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

(b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the profit of the Company for the year ended on that date;

(c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The annual financial statements have been prepared on a going concern basis;

(e) Proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

Secretarial Standards

The Institute of Company Secretaries of India had revised the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) with effect from 1st April 2024. The Company is in compliance with the revised secretarial standards.

Annual Return

The Company does not have a website and hence in terms of provisions of Section 92 of the Companies Act, 2013 the requirement of publishing Annual Report is not applicable.

The Insolvency and Bankruptcy Code, 2016

During the Financial Year 2025-26, there was no application made and proceeding initiated / pending under the Insolvency and Bankruptcy Code, 2016 by any Financial and/or operational creditors against your Company.

Details of Difference between the Amounts of valuation at the time of one time settlement and the valuation done at the time of taking a loan from the banks or financial institutions along with the reasons thereof

During the year, there is no instance of onetime settlement with any Bank or Financial Institution.

Maternity Benefit

The Company affirms that it has complied with the provisions of the Maternity Benefit Act, 1961 and the Rules framed thereunder. The Company has in place appropriate policies and processes to ensure that eligible women employees are provided maternity benefits. The Company is committed to fostering a supportive work environment and promoting the well-being of its employees.

Particulars of employees

None of the employees are covered by the provisions contained in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed under the Companies Act, 2013.

Acknowledgements

Your Directors wish to place on record their appreciation for the continued support extended by the Company's customers, vendors and bankers during the year; and the dedicated contribution made by the employees and look forward to their continued support in the future as well.

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For and on behalf of the Board of Directors of
Thermax Instrumentation Limited

	Sandeep Deshpande	**Sandeep Raut**
Place : Pune	Director	Director
Date: May 4, 2026	DIN: 09748806	DIN: 10994665

ANNEXURE - 1

ANNUAL REPORT ON CSR ACTIVITIES AND CSR POLICY

CSR REPORT FOR THE FINANCIAL YEAR 2025-26

1. Brief outline on CSR Policy of the Company

Thermax Instrumentation Limited is a wholly owned subsidiary of Thermax Limited and a construction arm of the Holding Company. The Company is committed to contribute to the welfare of the community in which it is carrying out its business operations. Being a wholly owned subsidiary of Thermax Limited, it has been decided that the CSR policy of the company will be aligned with the CSR policy of Thermax Limited and the CSR activities of the company shall be conducted through Thermax Foundation (TF).

2. Composition of CSR Committee:

Pursuant to the Companies Amendment Act, 2020 and notification dated January 22, 2021, where the amount spent by a company on CSR does not exceed fifty lakh rupees the requirement for constitution of the CSR Committee should not be applicable. Therefore, since the CSR contribution made by the Company for the FY 2025-26 did not exceed Rs. 50 lakhs, requirement of CSR committee is not applicable.

3. Provide the web link where the composition of the CSR committee, CSR policy and CSR projects approved by the Board are disclosed on the website of the company — **https://www.thermaxglobal.com/corporate-governance-policies-and-disclosures/**

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.. — **NA**

5. (a) Average net profit of the Company as per sub-section (5) of section 135: **Rs. 15,42,00,936**
   (b) Two per cent of average net profit of the company as per section 135(5): **Rs. 30,85,000**
   (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **NA**
   (d) Amount required to be set off for the financial year, if any: **NA**
   (e) Total CSR obligation for the financial year (7a+7b- 7c): **Rs. 30,85,000**

6. (a) Amount spent on CSR Projects (both ongoing projects and other than ongoing projects): Rs. 30,85,000
   (b) Amount spent in Administrative Overheads: NA
   (c) Amount spent on impact assessment, if applicable: NA
   (d) Total amount spent for the financial year [(a)+(b)+(c)]: Rs. 30,85,000
   (e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs. Lakh)	Amount Unspent (in Rs.)				
	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
Rs. 30,85,000	Not Applicable				

(f) Excess amount for set-off, if any:

Sr. No.	Particulars	Amount (in Rs.)
(i)	Two per cent of the average net profit of the Company as per section 135(5)	30,85,000
(ii)	Total amount spent for the financial year	30,85,000
(iii)	Excess amount spent for the financial year [(ii)-(i)]	NA
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer		
Nil								

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

If yes, enter the number of Capital assets created/ acquired: **NA**

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **NA**

Thermax Instrumentation Limited

Sr. No.	Short particulars of the property or asset(s [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
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): **N.A**

For and on behalf of the Board of Directors of
Thermax Instrumentation Limited

Sandeep Deshpande
Director
DIN: 09748806

Sandeep Raut
Director
DIN: 10994665

Place : Pune
Date: May 4, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Thermax Instrumentation Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Thermax Instrumentation Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information in which are included the return for the year ended on that date audited by the branch auditor of the Company's branch located at Philippines (Manila).

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

Basis for Opinion

3. We conducted our audit 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 "Auditors' Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - 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 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 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.

10. 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.

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

Other Matter

12. The financial statements of the Company for the year ended March 31, 2025, were audited by prior auditors under the Act who, vide their report dated May 5, 2025, expressed an unmodified opinion on those financial statements.

Report on other legal and regulatory requirements

13. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from the branches not visited by us except that the backup of certain books of account and other books and papers maintained in electronic mode has not been maintained on a daily basis on servers physically located in India during the year and the matters stated in paragraph 14(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended). (Refer note 39(a) to the financial statements)

    (c) The reports on the accounts of the branch offices of the Company audited under Section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report.

    (d) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account and with the returns received from the branches not visited by us.

    (e) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

    (f) 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.

    (g) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 14(b) above and paragraph 14(i)(vi) below.

    (h) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company (including its branches) and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

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

        i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 29 to the financial statements;

        ii. The Company has made provision as at March 31, 2026, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long-term contracts - Refer Note 17 to the financial statements. The Company did not have any long-term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 38(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

            (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 38(ix) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The interim dividend declared and paid by the Company during the year is in accordance with Section 123 of the Act to the extent it applies to declaration and payment of interim dividend.

        vi. Based on our examination, which included test checks, the Company has used multiple accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software, except as disclosed in note 39(b) to the financial statements. During the course of performing our procedures, other than the instances of audit trail not maintained (as disclosed in note 39(b) to the financial statements) where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company in respect of the software described in note 39(b) to the financial statements as per the statutory requirements for record retention.

15. The Company has not paid any remuneration to its directors during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593
UDIN: 26134593HVTPRH8676
Place: Pune
Date: May 4, 2026

Annexure A to Independent Auditors' Report

Referred to in paragraph 14(h) of the Independent Auditors' Report of even date to the members of Thermax Instrumentation Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

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

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593
UDIN: 26134593HVTPRH8676
Place: Pune
Date: May 4, 2026

Thermax Instrumentation Limited

Annexure B to Independent Auditors' Report

Referred to in paragraph 13 of the Independent Auditors' Report of even date to the members of Thermax Instrumentation Limited on the financial statements for the year ended March 31, 2026

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

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

(B) The Company is maintaining proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment of the Company are physically verified by the Management according to a phased programme designed to cover all the items over a period of 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, the Property, Plant and Equipment have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 4(a) to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or Intangible Assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) or Intangible Assets does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) [formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)] and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of rendering services and, consequently, it does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The terms of sanction do not stipulate filing of quarterly returns or statements with such banks, and, accordingly, the question of our commenting on whether the returns or statements are in agreement with the unaudited books of account of the Company, does not arise. (Also, refer Note 5 to the financial statements).

iii. (a) The Company has made investments in 4 mutual fund schemes during the year. The Company has not granted secured/ unsecured loans/advances in nature of loans, or stood guarantee, or provided security to any parties. Therefore, the reporting under clause 3(iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the 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 statutory dues, as applicable, with the appropriate authorities.

(b) The particulars of statutory dues referred to in sub-clause (a) as at March 31, 2026 which have not been deposited on account of a dispute, are as follows:

Name of the Statute	Nature of the dues	Gross Amount (Rs. In Lakhs)	Amount paid under protest (Rs. In Lakhs)	Net Amount (Rs. In Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Goods and Services Tax, 2017 (Maharashtra)	Goods and Services Tax	296.82	13.57	283.25	2018-19	Deputy Commissioner of State Tax, Pune
Goods and Services Tax, 2017 (Maharashtra)	Goods and Services Tax	77.55	3.31	74.24	2017-18	Joint Commissioner of State Tax (Appeals), Pune
Goods and Services Tax, 2017 (Maharashtra)	Goods and Services Tax	32.65	1.14	31.51	2018-19	Joint Commissioner of State Tax (Appeals), Pune
Goods and Services Tax, 2017 (Maharashtra)	Goods and Services Tax	371.59	19.07	352.52	2019-20	Joint Commissioner of State Tax (Appeals), Pune
Goods and Services Tax, 2017 (Orissa)	Goods and Services Tax	25.52	2.32	23.20	2017-18	Additional Commissioner (Appeals), CGST, Central Excise & Customs, Bhubaneswar

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) As the Company did not have any loans or other borrowings from any lender during the year, the reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not raised funds on short-term basis. Accordingly, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year.

Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain some of the Internal Audit Reports for October 2025 to March 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the directors. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has 1 CICs as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

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

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the 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. As at balance sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593
UDIN: 26134593HVTPRH8676
Place: Pune
Date: May 4, 2026

Thermax Instrumentation Limited

Balance Sheet As at March 31, 2026

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
I. Non-current assets			
Property, plant and equipment	4(a)	7.73	63.02
Investment property	4 (b)	40.84	-
Intangible assets	4 (c)	3.08	-
Intangible assets under development	4 (d)	9.00	-
Financial assets:			
(a) Other financial assets	10 (a)	53.81	49.64
Deferred tax assets (net)	6(d)	163.09	319.00
Non-current tax assets (net)	6	1,195.31	1,421.80
Other non-current assets	7 (a)	1,332.05	1,331.34
Total non-current assets		**2,804.91**	**3,184.80**
II. Current assets			
Financial assets:			
(a) Investments	8	3,055.93	2,226.98
(b) Trade receivables	5 (a)	821.24	1,011.07
(c) Cash and cash equivalent	9	301.14	479.05
(d) Other financial assets	10 (b)	4.09	12.90
Contract assets	5 (b)	203.24	577.36
Other current assets	7 (b)	147.44	315.97
Total current assets		**4,533.08**	**4,623.33**
Total Assets		**7,337.99**	**7,808.13**
Equity and liabilities			
I. Equity			
Equity share capital	11	900.00	900.00
Other equity	12(a)	2,860.98	2,574.94
Total equity		**3,760.98**	**3,474.94**
II. Non-current liabilities			
Financial liabilities:			
(a) Borrowings	13	1,700.00	1,700.00
Total non-current liabilities		**1,700.00**	**1,700.00**
III. Current liabilities			
Financial liabilities:			
(a) Trade payables	14		
- Total outstanding dues of micro enterprises and small enterprises		446.77	822.61
- Total outstanding dues of creditors other than micro enterprises and small enterprises		678.26	834.04
(b) Other financial liabilities	15	170.10	227.06
Other current liabilities	16	546.85	591.04
Provisions	17 (a)	32.81	52.98
Income tax liabilities (net)		2.22	105.46
Total current liabilities		**1,877.01**	**2,633.19**
Total Liabilities		**3,577.01**	**4,333.19**
Total Equity and Liabilities		**7,337.99**	**7,808.13**
Summary of material accounting policies	2		
Summary of critical accounting judgements, estimates and assumptions	3		

The accompanying notes are an integral part of these financial statements.

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	18	2,961.72	5,207.57
Other income	19	750.79	1,031.80
Total income (I)		**3,712.51**	**6,239.37**
Expenses			
Cost of raw material & components consumed	20	5.04	1.67
Net impairment losses/(gains) on financial and contract assets	5 (c)	(140.37)	182.68
Employee benefits expenses	21	1,386.02	1,676.42
Finance costs	22	5.10	21.59
Depreciation and amortisation expense	23	15.81	17.20
Other expenses	24	1,322.85	2,564.61
Total expenses (II)		**2,594.45**	**4,464.17**
Profit before tax (III = I-II)		**1,118.06**	**1,775.20**
Tax expense	6		
Current tax		219.85	455.00
Adjustment of tax relating to earlier periods		-	193.68
Deferred tax		150.46	162.51
Total tax expense (IV)		**370.31**	**811.19**
Profit for the year (V = III-IV)		**747.75**	**964.01**
Other comprehensive income			
A. Items that will be reclassified subsequently to profit or loss	27		
Gain/(loss) on translation of foreign operations		22.09	(2.18)
Income tax effect		-	-
		22.09	(2.18)
B. Items that will not be reclassified subsequently to profit or loss	27		
Gain/(loss) of defined benefit plan		21.65	(15.41)
Income tax effect		(5.45)	3.88
		16.20	**(11.53)**
Total other comprehensive gain/ (loss) for the year (net of tax) (VI)		**38.29**	**(13.71)**
Total comprehensive income for the year (VII = V+VI)		**786.04**	**950.30**
Earning per equity share [Nominal value Rs. 10 each (March 31, 2025: Rs. 10)]	28		
Basic		8.31	10.71
Diluted		8.31	10.71
Summary of material accounting policies	2		
Summary of critical accounting judgements, estimates and assumptions	3		

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership No. 134593

Place: Pune
Date: 04 May, 2026

For and on behalf of the Board of Directors of Thermax Instrumentation Limited

Sandeep Deshpande
Director
DIN: 09748806

Sandeep Raut
Director
DIN: 10994665

Ajit Sharma
Chief Financial Officer

Sudhir Lale
Company Secretary
M.No. A18863

Place: Pune
Date: 04 May, 2026

Statement of changes in equity for the year ended March 31, 2026

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

A Equity Share Capital

Particulars	Note	As at March 31, 2026		As at March 31, 2025	
		No. of shares	Amount	No. of shares	Amount
Balance at the beginning of the year	11	9,000,000	900.00	9,000,000	900.00
Change in equity shares capital during the year	11	-	-	-	-
Balance at the end of the year	11	**9,000,000**	**900.00**	**9,000,000**	**900.00**

B Other equity [Refer note 12(a)]

Particulars	Reserves & surplus				Items of OCI	Total other equity
	Capital reserve	Capital redemption reserve	Retained earnings	Total	Foreign currency translation reserve	
As at April 01, 2024	**400.81**	**1,000.00**	**2,715.16**	**4,115.97**	**8.67**	**4,124.64**
Profit for the year	-	-	964.01	964.01	-	964.01
Other comprehensive income/ (loss) for the year (net) (note 27)	-	-	(11.53)	(11.53)	(2.18)	(13.71)
Total comprehensive income for the year	**-**	**-**	**952.48**	**952.48**	**(2.18)**	**950.30**
Transactions with owners in their capacity as owners:						
Dividends paid [note 12(b)]	-	-	(2,500.00)	(2,500.00)	-	(2,500.00)
As at March 31, 2025	**400.81**	**1,000.00**	**1,167.64**	**2,568.45**	**6.49**	**2,574.94**
Profit for the year	-	-	747.75	747.75	-	747.75
Other comprehensive income/ (loss) for the year (net) (note 27)	-	-	16.20	16.20	22.09	38.29
Total comprehensive income for the year	**-**	**-**	**763.95**	**763.95**	**22.09**	**786.04**
Transactions with owners in their capacity as owners:						
Dividends paid [note 12(b)]	-	-	(500.00)	(500.00)	-	(500.00)
As at March 31, 2026	**400.81**	**1,000.00**	**1,431.59**	**2,832.40**	**28.58**	**2,860.98**

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership No. 134593

Place: Pune
Date: 04 May, 2026

For and on behalf of the Board of Directors of Thermax Instrumentation Limited

Sandeep Deshpande
Director
DIN: 09748806

Sandeep Raut
Director
DIN: 10994665

Ajit Sharma
Chief Financial Officer

Sudhir Lale
Company Secretary
M.No. A18863

Place: Pune
Date: 04 May, 2026

Thermax Instrumentation Limited

Statement of Cash Flow for the year ended March 31, 2025

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

	Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025
A)	**Cash flow from operating activities**			
	Profit before tax		**1,118.06**	**1,775.20**
	Adjustments to reconcile profit before tax to net cash flows:			
	Depreciation and amortisation expense	23	15.81	17.20
	Net impairment losses/(gains) on financial and contract assets	5 (c)	(140.37)	182.68
	Finance costs	22	5.10	21.59
	(Gain) on sale/discard of assets (net)	19	-	(11.06)
	Interest income	19	(442.72)	(721.06)
	Unrealised foreign exchange (gain) (net)		(6.47)	(12.54)
	Net gain on financial instrument at fair value through profit and loss (net)	19	(180.18)	(179.34)
	Liabilities no longer required written back	19	(37.47)	(77.06)
	Cash flow before working capital changes		**331.76**	**995.61**
	Working capital adjustments			
	Decrease in trade receivables		250.16	710.77
	Decrease/(increasse) in contract assets		468.93	445.82
	Decrease/ (increase) in other financial assets		4.64	1,044.86
	Decrease in other assets		167.82	126.51
	Decrease in loans		-	0.93
	(Decrease) in trade payables		(507.46)	(979.65)
	(Decrease) in other liabilities		(44.19)	(1,261.50)
	(Decrease) in other financial liabilities		(56.96)	(127.73)
	(Decrease) in provisions		1.48	(67.81)
			284.42	**(107.80)**
	Cash generated/ (used in) from operations		**616.18**	**887.81**
	Direct taxes paid (net of refunds)		(96.60)	1,060.21
	Net cash flow from operating activities		**519.58**	**1,948.02**
B)	**Cash flow from/ (used in) investing activities**			
	Purchase of property, plant and equipment	4(a)	(13.65)	(1.25)
	Proceeds from sale of property, plant and equipment		0.20	11.69
	Purchase of short term investments		(1,200.00)	(3,524.64)
	Proceeds from sale of short term investments		551.15	2,700.00
	Interest received on fixed deposit		-	50.31
	Interest income others (Income tax refund)		442.72	-
	Investment in fixed deposits		-	(600.00)
	Redemption of fixed deposits		-	1,950.00
	Net cash flow from/ (used in) investing activities		**(219.58)**	**586.11**
C)	**Cash flow from/ (used in) financing activities**			
	Interim dividend paid		(500.00)	(2,500.00)
	Interest paid		-	(5.92)
	Net cash flow from/ (used in) financing activities		**(500.00)**	**(2,505.92)**
	Net increase/ (decrease) in cash and cash equivalents		**(200.00)**	**28.21**
	Cash and cash equivalents at the beginning of the year		479.05	453.02
	Effect of exchange differences on translation of foreign operations [note 13(a)]		22.09	(2.18)
	Cash and cash equivalents at the end of the year		**301.14**	**479.05**

Reconciliation of cash and cash equivalents as per the Statement of cash flow :

	Note No.	March 31, 2026	March 31, 2025
Cash and cash equivalents	9	301.14	479.05
Balances as per Cash flow statement		**301.14**	**479.05**

The above cash flow statement has been prepared under the "indirect method" as set out in Ind AS 7 'Statement of cash flows'

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership No. 134593

Place: Pune
Date: 04 May, 2026

For and on behalf of the Board of Directors of
Thermax Instrumentation Limited

Sandeep Deshpande
Director
DIN: 09748806

Sandeep Raut
Director
DIN: 10994665

Ajit Sharma
Chief Financial Officer

Sudhir Lale
Company Secretary
M.No. A18863

Place: Pune
Date: 04 May, 2026

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

1. Corporate information

Thermax Instrumentation Limited (the "Company") is a public company incorporated and domiciled in India. The Company is engaged in rendering erection, commissioning, civil works and operation and maintenance services for turnkey contracts for power plants. The Company has established foreign branches at Manila (Philippines), Lusaka (Zambia) and Sharjah (United Arab Emirates) which are in the business of rendering supervision, operation and maintenance services for power plants. The Company caters to both domestic and international markets. The CIN of the Company is U72200MH1996PTC099050. The financial statements were authorized for issue in accordance with the resolution by the Board of Directors on May 04, 2026.

2. Material accounting policies

2.1. Basis of preparation, measurement

a. Statement of compliance and basis of preparation

The financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015, as amended (from time to time) and presentation requirement of Division II of Schedule III to the Act, as amended (from time to time) as applicable to the financial statements.

The preparation of the financial statements requires the use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are critical to the financial statements are disclosed in note 3.

The accounting policies adopted for preparation and presentation of financial statements have been consistently applied except for changes resulting from amendments to Ind AS issued by Ministry of Corporate Affairs (MCA) effective for financial years beginning on or after April 1, 2025 as disclosed in note 2.3.

b. Basis of measurement

The financial statements have been prepared on the accrual and going concern basis under historical cost convention except the following:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments);
- Defined benefit plans whereby plan assets are measured at fair value.

2.2 Summary of material accounting policies

a. Current and non-current classification

An entity shall classify an asset as current when:

(i) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle

(ii) it holds the asset primarily for the purpose of trading

(iii) it expects to realise the asset within twelve months after the reporting period (other than for long-term projects), or

(iv) the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets shall be classified as non-current.

An entity shall classify a liability as current when:

(i) it expects to settle the liability in its normal operating cycle

(ii) it holds the liability primarily for the purpose of trading

(iii) the liability is due to be settled within twelve months after the reporting period (other than for long-term projects), or

(iv) it does not have the right at the end of the reporting period to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities shall be classified as non-current.

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

During the year ended March 31, 2026, the Company has reassessed the period of its normal operating cycle based on the nature of its business, the time required for procurement of inputs, execution of operations, delivery of goods and services, and realization of receivables in the ordinary course of business. Based on this assessment, management has concluded that the Company's normal operating cycle for the purpose of classification of assets and liabilities under Ind AS in case of long term projects is contract specific.

Accordingly, the classification of assets and liabilities as current and non-current in these financial statements has been revised to reflect the updated operating cycle in accordance with Ind AS 1, Presentation of Financial Statements, and Schedule III to the Companies Act, 2013.

In the case of long-term projects, operating cycle of the Company exceeds one year covering the duration of the contract and extends upto the realisation of receivables (including retention monies) within the credit period normally applicable to the respective contract. Accordingly, for classification of assets and liabilities related to such contracts as current, duration of each individual contract is considered as its operating cycle.

b. Foreign currencies

The Company's financial statements are prepared in INR, which is the also functional currency of the Company.

For each independent business unit, the Company determines the functional currency and items included in the financial statements of each unit are measured using that functional currency. The Company uses the direct method of consolidation for branches and on disposal of a foreign operation the gain or loss that is reclassified to the Statement of profit and loss reflects the amount that arises from using this method.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in the Standalone Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Transactions in foreign currencies are initially recorded by the Company's branches at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized in the Statement of profit and loss except exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognized in the Statement of profit and loss in the separate financial statements of

the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity (e.g., financial statements when the foreign operation is a branch), such exchange differences are recognized initially in OCI. These exchange differences are reclassified from equity to the Statement of profit and loss on disposal of the net investment.

Tax charges and credits attributable to exchange differences on those monetary items, if any, are also recorded in OCI. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or the Statement of profit and loss are also recognized in OCI or the Statement of profit and loss, respectively).

c. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1 -** Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- **Level 2 -** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- **Level 3 -** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for critical judgements, estimates and assumptions (note 3)
- Quantitative disclosures of fair value measurement hierarchy (note 34)
- Financial instruments (including those carried at amortized cost) (note 34)

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

d. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss)
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to present subsequent changes in fair value in other comprehensive income.

At initial recognition, the Company measures a financial asset (excluding trade receivables which do not contain a significant financing component) at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Company classifies its instruments:

(i) Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortisation is included in income in the Standalone Statement of Profit and Loss. The losses arising from impairment are recognized in the Standalone Statement of Profit and Loss.

(ii) Debt instrument at fair value through profit or loss (FVTPL)

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net within other gains/

Notes to financial statements for the year ended March 31, 2026
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(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity investments:

All equity investments in scope of Ind AS 109 - "Financial Instruments", are subsequently measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are provided in the following notes:

- **Trade receivables and Contract assets -** Refer note 5;
- **Investments -** Refer note 8;
- **Loans and other financial assets -** Refer note 10 & 11.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortised cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on EIR. The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

e. Events after the reporting period

If the Company receives information after the reporting period, but prior to the date of approved for issue, about conditions that existed at the end of the reporting period, it will assess whether the information affects the amounts that it recognises in its financial statements. The Company will adjust the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in light of the new information. For non-adjusting events after the reporting period, the Company will not change the amounts recognised in its financial statements but will disclose the nature of the non-adjusting event and an estimate of its financial effect, or a statement that such an estimate cannot be made, if applicable.

2.3 Changes in accounting policies and disclosures

New and amended standards

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after April 01, 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

The Ministry of Corporate Affairs vide notification dated May 07, 2025 and August 13, 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after April 01, 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1

As a result of the adoption of the amendments to Ind AS 1, the Company changed its accounting policy for the classification of borrowings:

"Borrowings are classified as current liabilities unless, at the end of the reporting period, the Company has a right to defer settlement of the liability for at least 12 months after the reporting period. Covenants that the Company is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the Company is required to comply with after the reporting period do not affect the classification."

This new policy did not result in a change in the classification of the Company's borrowings. The Company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

This amendment also includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, as outlined below:

Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8. The Company does not expect this amendment to have an impact on its operations or financial statements.

(b) International Tax Reform - Pillar Two Model Rules - Amendments to Ind AS 12

The Company is not within the scope of the OECD Pillar Two Model Rules, as Pillar Two legislation has not yet been enacted in any of the jurisdictions in which the Company operates.

(c Lack of Exchangeability - Amendments to Ind AS 21

The amended Ind AS 21 have added requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use where it is not.

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

2.4 Climate-related matters

The Company considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the company due to both physical and transition risks. Even though the Company believes its business model and products will still be viable after the transition to a low-carbon economy, climate-related matters increase the uncertainty in estimates and assumptions underpinning several items in the financial statements. Even though climate-related risks might not currently have a significant impact on measurement, the Company is closely monitoring relevant changes and developments, such as new climate-related legislation.

3 Critical accounting estimates and judgements

In the application of the Company's accounting policies and preparation of financial statements, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the standalone financial statements.

3.1 Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements.

Functional currency of branches

The Company has foreign operations that are required to comply with the local laws and regulations of those countries. The management has carried out an assessment of each individual business unit operating in the separate geographical location. The management has performed this assessment for the purpose of defining that Company's foreign currency exposure which affects it results and financial position due to currency fluctuation. The business of the three branches is different from the Indian unit. The revenue and expenses are mainly United States Dollar (US$) denominated and retained earnings which are separately held in a US$ bank account are considered as the major factors for assessment of the functional currency. Accordingly, the functional currency is designated as US$ for the foreign branches.

The other areas involving critical estimates or judgements are:

a. Estimations used for fair value measurement (Refer note 33)

b. Estimates and assumptions related to useful lives and impairment of Property, Plant and Equipment (PPE) (Refer note 4)

c. Estimates and assumptions for income taxes (Refer note 6)

d. Estimates and assumptions related to provisions (Refer note 17)

e. Estimates, judgments and assumptions used for revenue from operations (Refer note 18)

f. Judgements used for contingent liabilities and commitments (Refer note 29 & 30)

4(a) Property, plant and equipment (PPE)

Accounting policy

Property, plant and equipment (PPE) is stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the Statement of profit and loss during the financial year in which they are incurred.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Depreciation on PPE is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

Gains or losses arising from derecognition of a tangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

The management has estimated the useful lives of certain classes of assets in order to reflect the actual usage of the assets.The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The following useful lives are estimated by the management:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Buildings	30	30
Plant and equipment*	15	15 to 20
Office equipment*	5	5
Computers	3 to 6	3 to 6
Vehicles	7 to 10	8

*includes site infrastructure which is fully depreciated in the year of purchase

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Estimates and assumptions

The Company determines, based on independent technical assessment, the estimated useful lives of its property, plant and equipment and intangible assets for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives periodically and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Accounting policy

Impairment of assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair

Notes to financial statements for the year ended March 31, 2026
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value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses including impairment on inventory are recognized in the Statement of profit or loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase if applicable.

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts.

Estimates and assumptions

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from the budget for the next five years as approved by the Management and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the terminal growth rate used.

Description	Leasehold land	Buildings #	Plant and equipment	Office equipment	Computer	Furniture and fixtures	Total
Gross carrying amount *							
As at April 1, 2024	**12.22**	**304.19**	**72.74**	**88.42**	**38.48**	**0.02**	**516.07**
Additions	-	-	-	1.25	-	-	1.25
Disposals	-	-	-	(27.16)	(6.38)	-	(33.54)
As at March 31, 2025	**12.22**	**304.19**	**72.74**	**62.51**	**32.10**	**0.02**	**483.78**
Additions	-	-	-	0.15	-	-	0.15
Disposals	-	-	-	(61.79)	(10.49)	-	(72.28)
Transfer out to Investment Property [Refer note 4(b)]	-	(304.19)	-	-	-	-	(304.19)
As at March 31, 2026	**12.22**	**-**	**72.74**	**0.87**	**21.61**	**0.02**	**107.46**
Accumulated depreciation *							
As at April 1, 2024	**4.67**	**243.07**	**64.31**	**88.21**	**36.21**	**-**	**436.47**
Charge for the year	0.12	10.14	4.81	0.46	1.67	-	17.20
Disposals	-	-	-	(27.11)	(5.80)	-	(32.91)
As at March 31, 2025	**4.79**	**253.21**	**69.12**	**61.56**	**32.08**	**-**	**420.76**
Charge for the year	0.12	-	3.45	0.32	0.35	-	4.24
Disposals	-	-	-	(61.25)	(10.83)	-	(72.08)
Transfer out to Investment Property [Refer note 4(b)]	-	(253.21)	-	-	-	-	(253.21)
As at March 31, 2026	**4.91**	**-**	**72.57**	**0.63**	**21.60**	**-**	**99.71**
Net Block							
As at March 31, 2026	**7.30**	**-**	**0.16**	**0.24**	**0.01**	**0.02**	**7.73**
As at March 31, 2025	7.43	50.98	3.62	0.95	0.02	0.02	63.02

The above asset has been given on operating lease. Refer note 4(b) below.

* The Company had elected to continue with the carrying value of property, plant and equipment as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed cost on the date of transition (i.e. April 1, 2015). The Company has disclosed the gross block and accumulated depreciation above, for information purpose only.

The Company has not given any PPE as security against any borrowings or credit facility and does not have any charges against PPE.

4(b) Investment property

Accounting policy

Investment properties, principally office buildings, are held for long-term rental yields and are not occupied by the company. They are carried at cost. Investment properties are depreciated using the straight-line method to allocate the cost of assets over their estimated useful lives. Investment properties generally have useful lives of 30 years. The useful lives have been determined based on evaluation performed by the management.

Particulars	Building #
Gross carrying amount	
As at March 31, 2025	**-**
Transfer in from property, plant & equipment	304.19
Additions	-
Disposals	-
As at March 31, 2026	**304.19**
Accumulated amortisation	
As at March 31, 2025	**-**
Transfer in from property, plant & equipment	253.21
Charge for the year	10.14
Disposals	-
As at March 31, 2026	**263.35**
Net Block	
As at March 31, 2026	**40.84**
As at March 31, 2025	-

The above asset has been given on operating lease.

Note:

During the year based on the management's assessment the building has been classified as investment property with the intention of holding it for long term rental yeilds. The investment properties consist of office premises. As at March 31, 2026 the fair value of the properties is 1,232.76. These fair values are based on government ready recknor . These fair values are not based on valuations performed by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.

The Company has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Description of valuation techniques used and key inputs to valuation on investment properties

Significant unobservable inputs	March 31, 2026
Area of investment property in sq ft	53205
Rate for office building as per government ready recknor	2317 per sq ft
Valuation of investment property as per government ready recknor	1,232.76

4 (c) Intangible assets**

Accounting policy

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Amortization of the asset begins when development is complete and the asset is available for use. It is amortized on a straight-line basis over the period of expected future benefit from the related project, i.e., the estimated useful life subject to a maximum of ten years. Amortization is recognized in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

The following useful lives are adopted by the management:

Assets category	Life (years)
Computer software	3

Particulars	Computer Software
Gross carrying amount	
As at April 1, 2024	**42.91**
Additions	-
Disposals	-
As at March 31, 2025	**42.91**
Additions	4.50
Disposals	-
As at March 31, 2026	**47.41**
Accumulated amortisation	
As at April 1, 2024	**42.91**
Charge for the year	-
Disposals	-
As at March 31, 2025	**42.91**
Charge for the year	1.43
Disposals	-
As at March 31, 2026	**44.34**
Net Block	
As at March 31, 2026	**3.08**
As at March 31, 2025	-

** The Company had elected to continue with the carrying value of intangible asset as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed cost on the date of transition (i.e. April 1, 2015). The Company has disclosed the gross block and accumulated amortisation above, for information purpose only.

4 (d) Intangible Assets under Development

Ageing of intangible assets under development:

		Amount in intangible assets under development for a period of				Total intangible assets under development
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	March 31, 2026	9.00		-	-	9.00
	March 31, 2025	-		-	-	-
Projects temporarily suspended	March 31, 2026	-	-	-	-	-
	March 31, 2025	-	-	-	-	-
Total intangible asset under development	March 31, 2026	9.00	-	-	-	9.00
	March 31, 2025	-	-	-	-	-

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

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

5 Trade receivables

Accounting policy

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables and contract assets, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

5 (a) Trade receivables

	As at March 31, 2026	As at March 31, 2025
At amortized cost		
Trade receivables (net of impairment allowance)		
(i) Related parties (note 32)	312.57	447.75
(ii) Others	508.67	563.32
Total receivables	**821.24**	**1,011.07**
Sub-classification of trade receivables		
Secured, considered good	-	-
Unsecured, considered good	1,398.38	1,615.67
Trade receivables which have a significant increase in credit risk	-	74.56
Trade receivables - credit impaired	-	-
	1,398.38	**1,690.23**
(Less): Impairment allowance	(577.14)	(679.16)
Total	**821.24**	**1,011.07**

The ageing of current trade receivables:

Particulars		Not Due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables-considered good	**March 31, 2026**	**368.97**	**176.93**	**95.74**	**110.98**	**141.83**	**503.93**	**1,398.38**
	March 31, 2025	363.45	250.74	167.99	124.08	382.08	327.33	1,615.67
(ii) Undisputed trade receivables-which have significant increase in credit risk	**March 31, 2026**	**-**	**-**	**-**	**-**	**-**		**-**
	March 31, 2025	-	-	-	-	-	74.56	74.56
(iii) Undisputed trade receivables-credit impaired	March 31, 2026	-	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	-	-
Subtotal	**March 31, 2026**	**368.97**	**176.93**	**95.74**	**110.98**	**141.83**	**503.93**	**1,398.38**
	March 31, 2025	363.45	250.74	167.99	124.08	382.08	401.89	1,690.23
(Less): Impairment allowance*	**March 31, 2026**							**(577.14)**
	March 31, 2025							(679.16)
Total	**March 31, 2026**							**821.24**
	March 31, 2025							1,011.07

*Includes provision of Nil (March 31, 2025: Rs. 74.56) for trade receivables which have significant increase in credit risk and provision of Rs. 258.22 (March 31, 2025: Rs. 268.31) for trade receivables which are credit impaired.

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 receivable are due from firms or private companies respectively in which any director is a partner, a director or a member. For terms and conditions relating to related party receivables, refer note 33.

Trade receivables are non-interest bearing and are generally on terms of 0-90 days.

At March 31, 2026 the Company has Rs. 2,200.00 (March 31, 2025 : Rs 6,500.00) undrawn borrowing facilities hypothecated against trade receivables.

For terms and conditions relating to related party receivables, refer note 33.

5 (b) Contract assets - at amortized cost

Accounting policy

A contract asset represents the Company's right to consideration in exchange for goods or services that the entity has transferred to a customer where that right is conditioned on something other than the passage of time. The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables.

	As at March 31, 2026	As at March 31, 2025
Contract assets	288.96	805.25
Less: Loss allowance	(85.72)	(227.89)
Total	**203.24**	**577.36**
Non - Current Portion	-	-
Current Portion	203.24	577.36

* Unbilled revenue is net of impairment allowance of Nil (March 31, 2025: Rs. 94.81) [note 5 (c)].

5 (c) Expected credit loss (ECL)

Accounting policy

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. A contract asset represents the Company's right to consideration in exchange for goods or services that the entity has transferred to a customer where that right is conditioned on something other than the passage of time; and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Company has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

Credit risk on trade receivables and contract assets are managed by the Company subject to it's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and credit limits are defined in accordance with this assessment. Moreover, given the diverse nature of the Company's businesses, trade receivables and contract assets are spread over a number of customers with no significant concentration of credit risk.

For trade receivables and contract assets, as a practical expedient, the Company computes credit loss allowance based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and contract assets and is adjusted for forward-looking estimates.

Trade receivables and contract assets are written off where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company, and a failure to make contractual payments for a period of greater than 365 days past due.

Impairment losses on trade receivables and contract assets are presented as expected credit loss in the Statement of Profit and Loss. Subsequent recoveries of amounts previously written off are credited against the same line item.

Estimates and Judgements

The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and timing of cash flows. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

As a practical expedient, the Company uses a provision matrix to determine ECL impairment allowance on portfolio of its trade receivables and contract assets. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. The Company follows provisioning norms based on ageing of receivables to estimate the impairment allowance under ECL.

The following table summarises the change in impairment allowance measured using the life time ECL model (Pursuant to Ind AS 109):

	Provision on trade receivables [note 5 (a)]		Provision on contract assets [note 11 (b)]	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	679.16	993.23	322.70	328.05
(Less): Bad debts/write off	(198.64)	(482.61)	-	(68.88)
	480.52	510.62	322.70	259.17
Add: Provision made during the year	116.77	362.77	92.19	142.83
(Less): Utilized/reversed during the year	(31.00)	(196.40)	(329.18)	(79.30)
Exchange differences	10.85	2.17	-	-
At the end of the year	**577.14**	**679.16**	**85.71**	**322.70**

Also refer note 32 for impairment provision on related party balances.

6 Income Taxes

Accounting policy

Tax expense comprises current tax expense and deferred tax.

Current income tax

Current 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. Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity, in correlation to the underlying transaction.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside the Statement of profit and loss is recognized outside the Statement of profit and loss (either in other comprehensive income or in equity) in correlation to the underlying transaction.

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 taxes relate to the same taxable entity and the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

The Company applies significant judgement in identifying uncertainties over income tax treatments.

The Company is subject to local taxes on income attributable to its branches as per the income tax laws in Philippines and Zambia. Additionally, the Company is subject to a 25%/30%/0% branch profit tax in these Philippines/Zambia/Sharjah respectively on the "Business Profit Remittances" and "Withholding Tax Return – Dividend" as that term is defined under Philippine and Zambian tax laws respectively. The Company intends to maintain the minimum required level of net assets as per the local regulation in these branches commensurate with its operation and consistent with its business plan. The Company intends to repatriate the branch profits in the foreseeable future and accordingly, the Company has recorded deferred tax liability for profits of the branches not repatriated to India amounting to Rs. 45.06 (March 31, 2025: Rs 35.76) as at the balance sheet date.

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

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

Estimates and assumptions

At each balance sheet date, the Company (including branches) assesses whether the realization of future tax benefits as per jurisdiction of the countries in which it operates is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted for any of the jurisdiction in which company (including branches) operates.

6(a) The major components of income tax expense for the year ended are:

Statement of profit and loss	For the year ended March 31, 2026	For the year ended March 31, 2025
Current income tax		
Current income tax charge	219.85	455.00
Adjustments in respect of current income tax of previous years	-	193.68
Deferred tax		
Relating to origination and reversal of temporary differences	150.46	162.51
Income tax expense reported in the Statement of profit and loss	**370.31**	**811.19**

Other comprehensive income	For the year ended March 31, 2026	For the year ended March 31, 2025
Deferred tax related to items recognized in Other comprehensive income during the period		
Re-measurement of defined benefit plans	(5.45)	3.88
Income tax charged to Other comprehensive income	**(5.45)**	**3.88**

6(b) Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate

	For the year ended March 31, 2026	For the year ended March 31, 2025
Accounting profit before tax	1,118.06	1,775.20
At India's statutory income tax rate (as per Income Tax Act, 1961) of 25.17% (March 31,2025: 25.17%)	281.42	446.82
Reconciliation items and tax impact of the same		
Effects of non-deductible business expenses	15.40	54.47
Deferred tax on unrealized profits of branches	9.30	(33.07)
Taxes paid on repatriation of branch profits	30.93	57.35
Adjustment of tax relating to earlier periods	-	193.68
Pertains to differential tax rates at branches	33.26	91.94
Income tax expense reported in the Statement of profit or loss at effective tax rate of 33.12% (March 31, 2025: 45.70%)	**370.31**	**811.19**

6(c) Statement of profit and loss (including OCI)

	For the year ended March 31, 2026	For the year ended March 31, 2025
Deferred tax relates to the following :		
Retained earnings of foreign branches	9.30	(33.07)
Unrealized foreign exchange gain	0.03	(0.77)
Difference between tax depreciation and depreciation/amortisation charged for financial reporting purposes	0.04	3.29
Provision for doubtful debts and advances	107.64	121.04
Items allowed on payment basis	29.30	23.94
Temporary differences due to accounting treatment as required by Income tax standards	0.09	(3.22)
Other (includes deferred tax balances pertaining to branches)	9.51	47.42
Deferred tax expense/ (income) in statement of profit and loss	**155.91**	**158.63**

6(d) Balance Sheet

	As at March 31, 2026	As at March 31, 2025
Deferred tax relates to the following :		
Deferred tax liabilities:		
Retained earnings of foreign branches	(45.06)	(35.76)
Unrealized foreign exchange gain	(0.33)	(0.30)
	(45.39)	**(36.06)**
Deferred tax assets:		
Difference between tax depreciation and depreciation/ amortisation charged for financial reporting purposes	18.55	18.59
Provision for doubtful debts and advances	134.52	242.16
Items allowed on payment basis	15.37	44.67
Temporary differences in accounting treatment as required by income tax standards	3.13	3.22
Other (includes deferred tax balances pertaining to branches)	36.91	46.42
	208.48	**355.06**
Deferred tax assets (net)	**163.09**	**319.00**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Reconciliation of deferred tax assets (net)

	As at March 31, 2026	As at March 31, 2025
Opening balance	319.00	477.63
Tax (expense)/ income during the year recognised in profit or loss	(150.46)	(162.51)
Tax income during the year recognised in OCI	(5.45)	3.88
Closing balance	**163.09**	**319.00**

Break up of gross deferred tax assets/liabilities

	As at March 31, 2026	As at March 31, 2025
Deferred tax assets	208.48	355.06
Deferred tax liabilities	(45.39)	(36.06)
Net deferred tax assets	**163.09**	**319.00**

7 Other assets

7 (a) Other non-current assets

	As at March 31, 2026	As at March 31, 2025
Balances with government authorities		
Unsecured, considered good	1,332.05	1,331.34
Unsecured, considered doubtful	5.23	6.89
	1,337.28	1,338.23
(Less) : Impairment allowance	(5.23)	(6.89)
Total	**1,332.05**	**1,331.34**

7 (b) Other current assets

	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Advances to suppliers	16.32	34.41
Advances to employees	7.42	8.17
Prepaid expenses	40.90	42.29
Balances with government authorities	3.62	143.30
Surplus in funded plan [note 17 (b)]	79.18	87.80
Total	**147.44**	**315.97**

There were no advances due by directors or other officers of the company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which a director is a partner or a member.

8 Investments

	As at March 31, 2026	As at March 31, 2025
Investments at Fair value through profit or loss		
Units of mutual funds (quoted)	3,055.93	2,226.98
Total	**3,055.93**	**2,226.98**
Aggregate amount of quoted investments & market value thereof	3,055.93	2,226.98

Investment in fair value through profit or loss reflect investment in quoted debt securities. Refer note 33 for determination of their fair values.

9 Cash and cash equivalent

Accounting policy

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash at banks and on hand as they are considered an integral part of the Company's cash management.

	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- in current accounts*	301.12	479.04
Cash on hand	0.02	0.01
Total	**301.14**	**479.05**

* this includes bank balances of Rs. 269.00 (March 31, 2025 : Rs. 433.88) at branches which can be used freely for business in respective country of incorporation. For any repatriation to India, these are subject to repatriation taxes as per the local laws of those countries.

10 Other financial assets

10 (a) Other non current financial assets

	As at March 31, 2026	As at March 31, 2025
At amortised cost		
Unsecured and considered good		
Trade deposits #	53.81	48.50
Security deposits	-	1.14
Total	**53.81**	**49.64**

Trade deposits represents deposit given as per statutory requirements of respective government authorities of the overseas branch.

10 (b) Other current financial assets

	As at March 31, 2026	As at March 31, 2025
At amortised cost		
Unsecured and considered good		
Security deposits	4.09	12.90
Total	**4.09**	**12.90**

11 Share capital

Accounting policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares or stock options are recognized as a deduction from equity, net of any related income tax effects.

	As at March 31, 2026	As at March 31, 2025
Authorized shares		
9,000,000 (March 31, 2025 : 9,000,000) equity shares of Rs. 10/- each	900.00	900.00
1,700,000 (March 31, 2025 : 1,700,000) 10% redeemable preference shares of Rs 100/- each	1,700.00	1,700.00
	2,600.00	**2,600.00**
Issued, subscribed and fully paid share capital		
9,000,000 (March 31, 2025 : 9,000,000) equity shares of Rs. 10/- each	900.00	900.00
Total issued, subscribed and fully paid-up share capital	**900.00**	**900.00**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the period

	No. of shares	Amount
Equity share of Rs. 10/- each issued, subscribed and fully paid		
As at April 1, 2024	9,000,000	900.00
Changes during the year	-	-
As at March 31, 2025	9,000,000	900.00
Changes during the year	-	-
As at March 31, 2026	**9,000,000**	**900.00**

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

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

(b) Terms/ rights attached to equity shares

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

(c) Equity shares held by holding company/ promoter

	As at March 31, 2026	As at March 31, 2025
Thermax Limited	900.00	900.00
9,000,000 (March 31, 2025: 9,000,000) equity shares of Rs. 10/- each fully paid		

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2026	As at March 31, 2025
Thermax Limited		
%	100.00	100.00
No. of shares (including 6 share held by nominee shareholders)*	9,000,000	9,000,000

*As per the records of the company, including it's register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents the legal ownership of shares.

(e) There were no issue of bonus shares/buy back of shares/issue of shares for consideration other than cash during the period of five years immediately preceding the reporting date.

(f) For disclosures related to 10% redeemable preference shares refer note 13.

(g) All other notes mandated by Schedule III of the Act are not applicable to the Company.

12(a) Other equity

	As at March 31, 2026	As at March 31, 2025
Reserves and surplus		
Capital reserve	400.81	400.81
Capital redemption reserve	1,000.00	1,000.00
Retained earnings		
Opening balance	1,007.43	2,554.95
Add: Profit for the year	747.75	964.01
(Less): Transaction cost for increase in share capital	-	-
(Less): Interim dividend paid [note 13(b)]	(500.00)	(2,500.00)
Movement during the year	247.75	(1,535.99)
Items of other comprehensive income recognized directly in retained earnings:		
Re-measurement gain/(loss) on defined benefit plans, net of tax Rs. (5.45) (March 31, 2025 : Rs. 3.88)	16.20	(11.53)
Net Surplus in the Statement of profit and loss	**1,271.38**	**1,007.43**
Total Reserves and surplus	**2,672.19**	**2,408.24**
Other Reserve		
Foreign currency translation reserve		
Opening balance	6.49	8.67
Add : Movement during the year (net)	22.09	(2.18)
Closing balance	28.58	6.49
Fair value adjustment of redeemable preference shares, net of tax Rs. 65.82(March 31, 2025: Rs. 65.82)	160.21	160.21
Total	**2,860.98**	**2,574.94**

Capital reserve

Capital Reserve pertains to reserves arising on amalgamations in the earlier years which is required to be maintained as per statute and is not distributable to the shareholders.

Capital redemption reserve

The Company has created Capital redemption reserve on redemption of non-cumulative redeemable preference shares in accordance with the Act.

Retained Earnings

Retained Earnings are the profits that company has earned till date, less any transfer to General Reserve, transaction cost relating to equity, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Foreign currency translation reserve

The foreign currency translation reserve pertains to exchange differences on the translation of foreign branches having a functional currency other than INR.

Defined benefit obligation

Following are the movement of amounts recognised in the statement of other comprehensive income on account of defined benefit obligation:

	As at March 31, 2026	As at March 31, 2025
Opening balance	(7.85)	7.56
Add: Total remeasurements cost for the year recognised in OCI	21.65	(15.41)
Closing balance	**13.80**	**(7.85)**

12(b) Distribution made and proposed dividend

Accounting policy

Dividend to equity shareholders is recognised as a liability in the period in which the dividends are approved by the equity shareholders. Interim dividends that are declared by the Board of Directors without the need for equity shareholders' approvals are recognised as a liability and deducted from shareholders' equity in the year in which the dividends are declared by the Board of Directors.

	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash dividend on equity shares declared and paid by company:		
Interim dividend for the year ended March 31, 2026: Rs. 5.56/- per share (March 31, 2025 : Rs. 27.78/- per share)	500.00	2,500.00
	500.00	**2,500.00**

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

13 Non-current borrowings

Accounting policy

Equity vs liability classification

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs. The Company classifies a financial instrument issued by it as equity instrument only if below conditions are met:

- The instrument includes no contractual obligation to deliver cash or another financial asset to another entity. Nor it includes any obligation to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the issuer.
- If the instrument will, or may, be settled in the Company's own equity instruments, it is non-derivative instrument that includes no contractual obligation for the Company to deliver a variable number of its own equity instruments. If the instrument is derivative, then it should be settled only by the Company exchanging a fixed amount of cash or another financial asset for a fixed number of its own equity instruments.

All other instruments are classified as financial liability and accounted for using the accounting policy applicable to the Financial Liabilities.

	As at March 31, 2026	As at March 31, 2025
10% Non-cumulative Redeemable Preference Shares at fair value	1,700.00	1,700.00
1,700,000 Preference Shares of Rs 100/- each fully paid (note 33)^		
Total non current borrowings	**1,700.00**	**1,700.00**

^ Preference shares pertain to 10% non cumulative redeemable preference shares issued to the Holding Company.

This forms a part of the authorized share capital of 1,700,000 Nos. (March 31, 2025: 1,700,000 Nos.) 10% redeemable preference shares of Rs 100/- each as per the Act.

Terms/ rights attached to preference shares

Each preference share has a par value of Rs. 100/-, the preference shares shall be redeemed at any time within a period not exceeding 20 years from the date of allotment at the discretion of the issuer at par. The preference shares shall carry non cumulative dividend rights at the rate of 10% per annum. The preference shares shall carry voting rights as prescribed in the Act. In the event of liquidation of the Company the redeemable preference shareholders have a preferential right over repayment.

14 Trade payable (at amortised cost)

14 (b) Current trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (note 14 (c))	446.77	822.61
Total outstanding dues of creditors other than micro enterprises and small enterprises		
(i) Related parties (note 32)	35.92	160.23
(ii) Others	642.34	673.81
Total	**1,125.03**	**1,656.65**

For terms and conditions with related parties, refer note 32.

Trade payables are non-interest bearing and are generally on terms of 30-90 days.

The ageing of current trade payables which are due for payment :

		Not Due	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
(i) Outstanding dues of micro enterprises and small enterprises	March 31, 2026	292.14	154.63	-	-	-	446.77
	March 31, 2025	493.01	329.60	-	-	-	822.61
(ii) Outstanding dues of creditors other than micro enterprises and small enterprises	March 31, 2026	208.26	92.26	26.12	102.36	72.58	501.59
	March 31, 2025	163.40	171.33	115.53	68.94	23.87	543.07
(iii) Disputed dues of micro enterprises and small enterprises	March 31, 2026	-	-	-	-	-	-
	March 31, 2025	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	March 31, 2026	11.85	-	-	-	-	11.85
	March 31, 2025	11.85	-	-	-	-	11.85
Subtotal	**March 31, 2026**	**512.26**	**246.89**	**26.12**	**102.36**	**72.58**	**960.21**
	March 31, 2025	668.26	500.93	115.53	68.94	23.87	1,377.53
Unbilled trade payables	March 31, 2026						164.82
	March 31, 2025						279.12
Total	**March 31, 2026**						**1,125.03**
	March 31, 2025						1,656.65

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

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

14 (c) Details of dues to micro enterprises and small enterprises as defined under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006.*

	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		
- Principal amount outstanding (whether due or not) to micro and small enterprises	446.77	780.39
- Interest due thereon	-	1.48
(ii) The amount of interest paid by the Company 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	-	-
(iii) The amount of payment made to the supplier beyond the appointed day during the period	634.65	1,386.68
(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	5.06	14.19
(v) The amount of interest accrued and remaining unpaid at the end of each accounting year	5.06	15.67
(vi) 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	47.28	42.22

*Information in this regard is on the basis of intimation received, on request made by the Company, with regards to registration of vendors under said Act.

15 Other financial liabilities

	As at March 31, 2026	As at March 31, 2025
At amortized cost		
Employee related payables	94.35	112.10
Customer deposits	70.97	63.97
Other payables (note 32) *	4.78	50.99
Total	**170.10**	**227.06**

* includes payable to related party for post employment benefits pertaining to transferred employees.

16 Other current liabilities

	As at March 31, 2026	As at March 31, 2025
Unearned revenue (note 18) (contract liabilities)	205.81	170.67
Customer advances (note 18) (contract liabilities)		
(i) Related parties (note 32)	145.99	164.18
(ii) Others	102.44	185.56
Statutory dues and other liabilities*	92.61	70.63
Total	**546.85**	**591.04**

* mainly includes tax deducted at source, provident fund etc.
For terms and conditions with related parties refer note 32

17 Provisions

Accounting policy

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Warranty provisions

Provisions for warranty-related costs are recognized when the product is sold or service provided to the customer. Initial recognition is based on historical experience. The initial estimate of warranty related costs is revised annually.

Provision for onerous contracts

Present obligations arising under onerous contracts are recognised, measured and disclosed as provisions in financial statements. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is Rs. 19.36 (March 31, 2025: Rs. 32.47).

The Government of India has implemented 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, by consolidating 29 existing labour laws on 21 November 2025. The Ministry of Labour & Employment have published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in the regulations. The Labour Codes have prescribed a uniform definition of "Wages" to be used for the purpose of calculating employee benefits like gratuity and extending eligibility to fixed-term employees ("FTEs"). Under the Labour Codes, the base on which employee benefits are calculated has increased, which has resulted in increase in the Company's liability for employee benefits.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Code on Social Security, 2020, in line with the notification of the Labour Codes with effect from 21 November 2025. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is determined by an independent actuary (using the Projected Unit Credit method) at the end of each year. Any increase in gratuity liability arising due to implementation of Labour Codes in respect of past service cost is recognised immediately in the Standalone Statement of Profit and Loss, to the extent that the benefits are already vested, and is recognised

over the vesting period in the Standalone Statement of Profit and Loss in respect of the unvested portion.

The Company makes annual contributions through trusts to a funded gratuity scheme administered by the Life Insurance Corporation of India (LIC).

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Standalone Statement of Profit and Loss in subsequent periods. Further also refer note 40.

Past service costs are recognised in the Standalone Statement of Profit and Loss on the earlier of:

(a) The date of the plan amendment or curtailment; and

(b) The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Standalone Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company presents the leave as a current liability in the balance sheet as it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

However, based on past experience and actuarial valuation performed, the Company does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months. Leave obligations which are not expected to be settled within the next 12 months amounts to Rs. 7.93 (March 31, 2025 : 10.09).

Estimates and assumptions

Defined benefit plans - gratuity

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on Indian Assured Lives Mortality (2012-14) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Provision for warranties

Warranty costs are provided based on a technical estimate of the costs required to be incurred for repairs, replacements, material costs, servicing cost and past experience in respect of such costs. It is expected that this expenditure will be incurred over the contracted warranty period ranging upto 2 years. If warranty claim costs vary by 10% from management's estimate, the warranty provisions would be an estimated Rs.0.91 higher or lower (March 31, 2025 Rs. 2.65).

Provision for onerous contracts

A provision for expected loss on construction contracts is recognised when it is probable that the contracts costs will exceed total contract revenue. For all other contracts, provision is made when the unavoidable costs of meeting the obligation under the contract exceed the currently estimated economic benefits. The timing of cash outflows in respect of such provision is estimated to be over the contract period.

17 (a) Current provisions

	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for leave encashment	11.28	13.66
	11.28	**13.66**
Other provisions		
Provision for onerous contracts (net)	12.43	12.80
Provision for warranties	9.10	26.52
	21.53	**39.32**
Total	**32.81**	**52.98**

Movement in provisions for warranties

	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	26.52	39.52
Additional provisions recognised	-	-
Provisions (utilized)/(reversed) during the year	(17.42)	(13.00)
At the end of the year	**9.10**	**26.52**

Movement in provisions for onerous contracts

	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	12.80	-
Additional provisions recognised	-	12.80
Provisions (utilized)/(reversed) during the year	(0.37)	-
At the end of the year	**12.43**	**12.80**

17 (b) Gratuity

The Company operates a defined benefit plan viz. gratuity for its employees. Under the gratuity plan, every employee who has completed at least specified years of service gets a gratuity on departure at the rate of 15 days (minimum) of the last drawn salary for each completed year of service. The scheme is funded with an insurance company in the form of qualifying insurance policy. The fund has formed a trust and it is governed by the Board of Trustees.

The fund is subject to risks such as asset volatility, changes in asset yields and asset liability mismatch risk. In managing the plan assets, Board of Trustees reviews and manages these risks associated with the funded plan. Each year, the Board of Trustees reviews the level of funding in the gratuity plan. Such a review includes asset-liability matching strategy and investment risk management policy (which includes contributing to plans that invest in risk-averse markets). The Board of Trustees aim to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise.

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

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

(i) Changes in the net benefit obligation and fair value of plan assets are as follows :

	Present value of obligation	Fair value of plan assets	Net amount
April 01, 2024	**201.69**	**208.16**	**(6.47)**
Current service cost	4.72	-	4.72
Interest expense / (income)	1.98	8.21	(6.23)
Total amount recognised in the statement of profit and loss	**6.70**	**8.21**	**(1.51)**
Experience adjustments	0.29	-	0.29
Actuarial (gain)/loss from change in financial assumptions	-	(21.86)	21.86
Return on plan assets	-	6.74	(6.74)
Total amount recognised in other comprehensive income	**0.29**	**(15.12)**	**15.41**
Employer contributions	1.77	12.96	(11.19)
Transfer out	(168.87)	(95.43)	(73.44)
Benefits paid	(12.57)	(1.96)	(10.61)
As at March 31, 2025	**29.02**	**116.82**	**(87.80)**
Current service cost	8.40	-	8.40
Interest expense / (income)	1.47	7.90	(6.43)
Transfer out pertaining to previous year*	-	(33.14)	33.14
Total amount recognised in the statement of profit and loss	**9.87**	**(25.24)**	**35.11**
Experience adjustments	1.60	-	1.60
Actuarial (gain)/loss from change in financial assumptions	-	21.86	(21.86)
Return on plan assets	-	1.38	(1.38)
Total amount recognised in other comprehensive income	**1.60**	**23.25**	**(21.65)**
Employer contributions	-	-	-
Transfer out	(8.73)	(7.43)	(1.30)
Benefits paid	(3.54)	-	(3.54)
As at March 31, 2026	**28.22**	**107.40**	**(79.18)**

(ii) The net (asset) disclosed above relates to funded plans are as follows :

	As at March 31, 2026	As at March 31, 2025
Present value of funded obligation	28.22	29.02
Fair value of plan assets*	107.40	116.82
(Surplus) of funded plan [refer note 7 (b)]	**(79.18)**	**(87.80)**

*The Company is in process of transferring the plan asset of Rs.Nil (March 31, 2025 : 11.57) related to demerged unit as a part of business combination.

The plan asset also includes Rs.Nil (March 31, 2025 : 35.70) pertaining to employees transferred to group company for which fund transfer process is initiated.

(iii) Significant estimates

The significant actuarial assumptions were as follows :

	As at March 31, 2026	As at March 31, 2025
Discount rate	7.20%	6.70%
Salary growth rate	7.00%	7.00%
Normal retirement age	60 years	60 years
Mortality table	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Employee turnover	12.00%	12.00%

(vi) Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

Assumption	Impact on defined benefit obligation	
	As at March 31, 2026	As at March 31, 2025
Discount rate		
1.00% decrease	increase by Rs. 2.12	increase by Rs. 2.16
1.00% increase	decrease by Rs. 1.87	decrease by Rs. 1.92
Future salary increase		
1.00% decrease	decrease by Rs. 1.64	decrease by Rs. 1.67
1.00% increase	increase by Rs. 1.82	increase by Rs. 1.85
Attrition Rate		
1.00% decrease	decrease by Rs. 0.03	increase by Rs. 0.04
1.00% increase	increase by Rs. 0.03	decrease by Rs. 0.04

The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

The following are the expected cash flows to the defined benefit plan in future years:

Particulars	As at March 31, 2026	As at March 31, 2025
Within next 12 months	2.47	2.89
Between 2-5 years	16.60	15.96
> 5 years	31.81	31.89

The average duration of the defined benefit plan obligation at the end of the reporting period is 10.47 years (March 31, 2025: 10.56 years)

The Company expects to contribute Rs. Nil (March 31, 2025: Rs. Nil) to the gratuity fund in the next year.

The major categories of plan assets are as follows:

	As at March 31, 2026	As at March 31, 2025
Investments with Insurer (LIC of India)	100.00%	100.00%

(v) Risk exposure

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

Asset Volatility:

The plan liabilities are calculated using a discount rate set with reference to bond yields. If plan assets underperform, this yield will create a deficit. The plan assets are maintained with fund manager of LIC. They are subject to interest rate risk which is managed by the insurer.

Changes in bond yield:

A decrease in bond yields will increase plan liabilities.

Asset risk:

All plan assets are maintained in a trust fund managed by a public sector insurer viz; LIC. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also, interest rate and inflation risk are taken care of.

Future salary escalation and Inflation risks:

Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this risk.

Life expectancy:

Increases in life expectancy of employee will result in an increase in the plan liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.

18 Revenue from operations

Accounting policy

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory risk. The Company collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The specific recognition criteria described below must also be met before revenue is recognized.

The Company has following streams of revenue:

(i) Revenue from Engineering, Procurement and Construction contracts

Engineering, Procurement and Construction contracts are contracts (or a group of contracts secured together) specifically negotiated for the construction of an asset which refers to any project for construction of plants and systems, involving designing, engineering, fabrication, supply, erection (or supervision thereof), commissioning, guaranteeing performance thereof etc., execution of which is spread over different accounting periods. The Company identifies distinct performance obligations in each contract. For most of the project contracts, the customer contracts with the Company to provide a significant service of integrating a complex set of tasks and components into a single project or capability. Hence, the entire contract is accounted for as one performance obligation.

The Company may promise to provide distinct goods or services within a contract, in which case the Company separates the contract into more than one performance obligation. If a contract is separated into more than one performance obligation, the Company allocates the total transaction price to each performance obligation in an amount based on the estimated relative standalone selling prices of the promised goods or services underlying each performance obligation. The Company uses the expected cost plus a margin approach to estimate the standalone selling price of each performance obligation in case of contracts with more than one distinct performance obligations.

The Company assesses for the timing of revenue recognition in case of each distinct performance obligation. The Company first assesses whether the revenue can be recognized over a period of time if any of the following criteria is met:

(a) The customer simultaneously consumes the benefits as the Company performs, or

(b) The customer controls the work-in-progress, or

(c) The Company's performance does not create an asset with alternative use to the Company and the Company has right to payment for performance completed till date.

The Company recognizes revenue over time as it performs because of continuous transfer of control to the customer. For all project contracts, this continuous transfer of control to the customer is supported by the fact that the customer typically controls the work in process as evidenced either by contractual termination clauses or by the rights of the Company to payment for work performed to date plus a reasonable profit to deliver products or services that do not have an alternative use.

The Company uses cost-based measure of progress (or input method) for contracts because it best depicts the transfer of control to the customer which occurs as it incurs costs on contracts. Under the cost-based measure of progress, the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated fees or profits, are recorded proportionally as costs are incurred.

The Company estimates variable consideration amount which it expects to be entitled under the contract and includes it in the transaction price to the extent it is highly probable that a significant reversal of cumulative revenue recognized will not occur and when the uncertainty associated with it is subsequently resolved. The estimates of variable consideration and determination of whether to include estimated amounts in the transaction price are based largely on an assessment of the anticipated performance and all information (historical, current and forecasted) that is reasonably available.

Costs associated with bidding for contracts are charged to the Statement of profit and loss when they are incurred. Costs that relate directly to a contract and are incurred in securing the contract are included as part of the contract costs if they can be separately identified and measured reliably and it is probable that the contract will be obtained.

Contract modification, when approved by both the parties to the contract, are considered as modification, if it creates new or changes the existing enforceable rights and obligations. Most of the contract modifications are not distinct from the existing contract due to the significant integration service provided under the contract prior to modifications and are therefore, accounted for as part of the existing contract. The effect of a contract modification is recognized as an adjustment to revenue on a cumulative catch-up basis.

When it becomes probable that the total contract costs will exceed the total contract revenue, the Company recognizes the expected losses from onerous contract as an expense immediately. Penalties for any

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

delay or improper execution of a contract are recognized as a deduction from revenue. In the balance sheet, such provisions are presented on net basis of the contract receivables.

On the balance sheet date, the Company reports the net contract position for each contract as either an asset or a liability. A contract represents an asset where costs incurred plus recognized profits (less recognized losses) exceed progress billings; a contract represents a liability where the opposite is the case.

(ii) Revenue from Sale of services

Revenue in respect of operation and maintenance contract, awarded on a standalone basis or included in long term contracts and identified as a separate performance obligation, is recognized as the related services are performed on a time proportion basis under the contracts.

Estimates and assumptions

Constructions contracts

- Provisions for liquidated damages claims (LD's): The Company provides for LD claims where there have been significant contract delays and it is considered probable that the customer will successfully pursue such a claim. This requires an estimate of the amount of LD's payable under a claim which involves a number of management judgements and assumptions regarding the amounts to recognize.
- Project cost to complete estimates: at each reporting date, the Company is required to estimate costs to complete on fixed-price contracts. Estimating costs to complete on such contracts requires the Company to make estimates of future costs to be incurred, based on work to be performed beyond the reporting date. This estimate will impact revenues, cost of sales, work-in-progress, billings in excess of costs and estimated earnings and accrued contract expenses.
- Recognition of contract variations: the Company recognises revenues and margins from contract variations where it is considered probable that they will be awarded by the customer and this requires management to assess the likelihood of such an award being made by reference to customer communications and other forms of documentary evidence.
- Provision for onerous contracts: The Company provides for future losses on long-term contracts where it is considered probable that the contract costs are likely to exceed revenues in future years. Estimating these future losses involves a number of assumptions about the achievement of contract performance targets and the likely levels of future cost escalation over time.

Judgements

Revenue recognition on construction contracts

A significant portion of the Company's business relates to construction of assets which are accounted using percentage-of-completion method, recognizing revenue as the performance on the contract progresses. This requires Management to make judgement with respect to identifying contracts which need to be accounted under percentage-of-completion method, depending upon the level of customization and the period of the fulfilment of the performance obligations under the contract. The percentage-of-completion method requires Management to make significant estimates of the extent of progress towards completion including accounting of multiple contracts which need to be combined and considered as a single contract.

(a) Revenue from contracts with customers:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from services	2,864.39	5,109.44
Total revenue from contracts with customers (a)	**2,864.39**	**5,109.44**

(b) Other operating Revenue

	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of scrap	12.35	83.86
Exchange fluctuation gain (net)	84.98	14.27
Total other operating revenue (b)	**97.33**	**98.13**
Total revenue from operations [(a) + (b)]	**2,961.72**	**5,207.57**

(c) Disclosure pursuant to Ind AS 115: Revenue from contracts with customers

i) Revenue by category of contracts:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Over a period of time basis	2,864.39	5,109.44
At a point-in-time basis	-	-
Total revenue from contracts with customers	**2,864.39**	**5,109.44**

Revenue by geographical market

	For the year ended March 31, 2026	For the year ended March 31, 2025
Within India	471.35	1,979.32
Outside India	2,393.04	3,130.12
Total revenue from contracts with customers	**2,864.39**	**5,109.44**

ii) Contract balances

The following table provides information about contract balances from contracts with customers as at the reporting date:

	As at March 31, 2026	As at March 31, 2025
Unbilled revenue (Contract asset) [note 5 (b)]	203.24	577.36
Unearned revenue (Contract liability) (note 16)	205.81	170.67
Customer advances (Contract liability) (note 16)	248.43	349.74

Contract assets have decreased because the Company has provided fewer services ahead of the agreed payment schedules for fixed-price contracts. The Company also recognised a loss allowance for contract assets in accordance with Ind AS 109.

During the year ended March 31, 2026, Rs. 6.58 (March 31, 2025: Rs. 1098.16) of opening contract asset has been reclassified to trade receivables upon completion of milestones. (Refer note 5(b)).

Unearned revenue has increased based on the contractual billing terms for the contracts where the work has been performed during the year. The movement in advance from customer is on account of advances received and utilised during the year. During the year the Company has recognized revenue of Rs. 143.35 (March 31, 2025: Rs. 654.12) arising from opening unearned revenue.

iii) Performance obligations

Performance obligation in project or a group of projects which are contracted at or near same time and negotiated simultaneously, are combined for the purpose of evaluation. The Company has estimated that multiple commitments pertaining to engineering procurement and commissioning of such projects is as single performance obligation which is spread over different accounting periods.

Performance obligation for products are evaluated on standalone basis, recognised at point in time. Generally, performance obligations for such contracts have an original expected duration of one year or less.

There are no major contracts with customers which have significant financing component included within them and therefore there is no difference between the timing of satisfaction of performance obligation vis a vis the timing of the payment.

Remaining performance obligations

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date.

	As at March 31, 2026	As at March 31, 2025
Amount of revenue yet to be recognised for contracts in progress	221.36	718.23

The Company expects that a significant portion of the remaining performance obligation will be met in next 12-24 months.

iv) Reconciliation between revenue recognised in Statement of profit and loss and contract price

There is no significant variation between revenue recognised in Statement of profit and loss and contract price except price variation claims, which are considered to be part of contract price.

19 Other income

Accounting policy

(i) Interest income

For all debt instruments measured at amortized cost, interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in other income in the Standalone Statement of Profit and Loss.

	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income from financial assets at amortized cost	-	29.18
Interest income on plan asset (net) [note 17 (b)]	-	1.51
Other interest income*	442.72	691.88
Other non operating income:		
Gain on sale/discard of assets (net)	-	11.06
Net gain/(loss) on fair value changes of mutual funds	70.79	80.08
Net gain on sale of mutual funds	109.39	99.26
Rent income (note 30 and 32)	69.41	69.23
Liabilities no longer required written back	37.47	22.75
Miscellaneous income	21.01	26.85
Total	**750.79**	**1,031.80**

* includes interest on VAT & income tax refund of Rs. 442.72(March 31, 2025 : 691.88)

20 Cost of raw material & components consumed

	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year	-	-
Add: Projects bought outs and components	5.04	1.67
	5.04	**1.67**
Inventories at the end of the year	-	-
Total	**5.04**	**1.67**

21 Employee benefits expense

	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries and wages	1,297.08	1,612.05
Contribution to provident and other funds	19.36	32.47
Gratuity expense [note 17 (b)]	35.11	-
Staff welfare expenses	34.47	31.90
Total	**1,386.02**	**1,676.42**

22 Finance costs

	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense	5.10	21.59
Total	**5.10**	**21.59**

23 Depreciation and amortisation expense

	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on property, plant and equipment [note 4(a)]	4.24	17.20
Depreciation on investment property [note 4 (b)]	10.14	-
Amortisation on other intangible assets [note 4 (b)]	1.43	-
Total	**15.81**	**17.20**

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

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

24 Other expenses

	For the year ended March 31, 2026	For the year ended March 31, 2025
Consumption of stores and spare parts	1.76	1.47
Power and fuel	0.40	2.30
Freight and forwarding charges	-	0.28
Site expenses	28.29	71.24
Contract labour charges	790.51	1,873.43
Advertisement and sales promotion	0.06	4.41
Rent (note 30 and 32)	22.35	26.16
Rates and taxes	55.08	89.26
Insurance	2.67	2.92
Repairs and maintenance		
Plant and machinery	0.34	2.17
Others	0.07	0.25
Travelling and conveyance	65.52	80.70
Legal and professional fees (includes payment to statutory auditors; note 25)	172.25	204.08
Corporate Social Responsibility expenditure (note 26)	30.85	29.59
Management fees	109.06	106.00
Printing and Stationery	1.84	5.25
Communication	3.90	5.16
Bank Charges	10.87	27.60
Miscellaneous expenses	27.03	32.34
Total	**1,322.85**	**2,564.61**

25 Payment to statutory auditors

	For the year ended March 31, 2026	For the year ended March 31, 2025
As auditor		
Audit fee	8.00	10.96
Services relating to branch audit	-	18.75
In other capacity		
Other services (Reimbursement of expenses)	-	0.89
Total	**8.00**	**30.60**

26 Corporate Social Responsibility

	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Gross amount required to be spent by the Company during the year	30.85	29.59
(b) Amount approved by the board to be spent during the year	30.85	29.59
(c) Amount spent during the year (in cash)*	30.85	29.59
1.Construction/acquisition of any asset	-	-
2.On purposes other than (1) above	30.85	29.59
(d) Shortfall/ (excess) at the end of the year	-	-
(e) Total of previous years shortfall	-	-
(f) Reason for shortfall	NA	NA
(g) Nature of CSR activities	Education, Skill Development, Rural Development	Education, Skill Development, Rural Development
(g) Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard:	30.85	29.59

* The amount is contributed to Thermax Foundation, India (refer note 33) which is engaged in the education of economically underprivileged children by addressing social discrimination through affirmative action, skill development and employability initiatives.

There is no shortfall in contribution for March 31, 2026 and March 31, 2025

27 Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity (net of income tax) is shown below:

During the year ended March 31, 2026

	Foreign currency translation	Retained earnings	Total
Foreign currency translation differences	22.09	-	22.09
Re-measurement (losses)/gains on defined benefit plans	-	16.20	16.20
Total	**22.09**	**16.20**	**38.29**

During the year ended March 31, 2025

	Foreign currency translation	Retained earnings	Total
Foreign currency translation differences	(2.18)	-	(2.18)
Re-measurement (losses)/gains on defined benefit plans	-	(11.53)	(11.53)
Total	**(2.18)**	**(11.53)**	**(13.71)**

28 Earnings Per Share (EPS)

Accounting policy

The Company presents the basic and diluted EPS data for its equity shares.

(i) **Basic EPS** is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year;

(ii) **Diluted EPS** is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares (which includes the various stock options granted to employees).

	For the year ended March 31, 2026	For the year ended March 31, 2025
Net profit attributable to the owners of the Company	747.75	964.01
Weighted average number of equity shares of Rs.10/- each (Nos.)	9,000,000	9,000,000
Basic EPS	8.31	10.71
Diluted EPS	8.31	10.71

29 Contingent liabilities

Accounting policy

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either

not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Provisions, contingent liabilities and contingent assets are reviewed at each reporting date

Judgements

Legal contingencies

The Company has received various orders and notices from tax authorities in respect of direct taxes and indirect taxes. The outcome of these matters may have a material effect on the financial position, results of operations or cash flows. Management regularly analyzes current information about these matters and provides provisions for probable contingent losses including the estimate of legal expense to resolve the matters. In making the decision regarding the need for loss provisions, management considers the degree of probability of an unfavourable outcome and the ability to make a sufficiently reliable estimate of the amount of loss. The filing of a suit or formal assertion of a claim against the company or the disclosure of any such suit or assertions, does not automatically indicate that a provision of a loss may be appropriate.

a) Taxes

	For the year ended March 31, 2026	For the year ended March 31, 2025
Disputed GST and or VAT balances / liabilities (excluding interest & penalty)	372.31	384.41
Income tax matters	27.22	30.76

There are certain laws suits, disputes etc., including commercial matters that arises from time to time in the ordinary course of business for which amounts are not quantifiable by the management. However, based on management's assessment under Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets", that the claims against the Company are not tenable/ probability of final outcome against the Company is low and therefore not disclosed as Contingent liability.

b) The Company has issued various guarantees for performance, advances etc. The management has considered the probability for outflow of the same to be remote and accordingly no amounts has been disclosed here.

c) Others

	For the year ended March 31, 2026	For the year ended March 31, 2025
Claims against the Company not acknowledged as debt*	262.19	262.19

* Includes a dispute arose between the company and its subcontractor, for alleged non-payment of an amount of Rs. 367. Whereby in August 2023, the MSMEFC Cuttack, Odisha (council) passed an order against the company ordering to pay to the subcontractor an amount of Rs. 345 (principal amounting to Rs. 262.19 and interest Rs. 82.81) , despite having no jurisdiction to entertain the claims of the subcontractor. Further, the award was passed by the council without following the due process under the Arbitration and Conciliation Act, 1996. The Company has challenged the award before the Hon'ble High Court of Odisha by way a writ petition for setting aside the award and the Hon'ble Court passed an order granting a stay on the execution of the award through its order dated November 02, 2023. The next hearing date is not given and the company has also filed a section 34 petition under the Arbitration and Conciliation Act, 1996, before the Hon'ble commercial court, at Cuttack for setting aside the award which is next listed for May 05, 2026.

Pursuant to management assessment, the Company is of view that no provision is necessary. The Company is reasonably confident of the issue being ultimately decided in its favour.

30 Capital and other commitments

a) There are no estimated amounts of contracts remaining to be executed at the year end on capital account (March 31, 2025 : Rs. Nil).

b) Lease commitments

i) Company as lessee

Accounting policy

The Company's leases primarily consist of leases for land, buildings and office equipments. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Company:

- where possible, uses recent third-party financing received by the Company as a starting point, adjusted to reflect changes in financing conditions since third party financing was received.
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Company, which does not have recent third-party financing
- makes adjustments specific to the lease, for example, term, country, currency and security.

If a readily observable amortising loan rate is available to the individual lessee (through recent financing or market data) which has a similar payment profile to the lease, then the Company use that rate as a starting point to determine the incremental borrowing rate.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (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). The Company applies the low-value asset recognition exemption on a lease-by-lease basis, if the lease qualifies as leases of low-value assets.

In making this assessment, the Company also factors below key aspects:

- The assessment is conducted on an absolute basis and is independent of the size, nature, or circumstances of the lessee.

- The assessment is based on the value of the asset when new, regardless of the asset's age at the time of the lease.

- The lessee can benefit from the use of the underlying asset either independently or in combination with other readily available resources, and the asset is not highly dependent on or interrelated with other assets.

If the asset is subleased or expected to be subleased, the head lease does not qualify as a lease of a low-value asset.

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

Based on the above criteria, the Company has classified leases as leases of low value assets.

Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

The Company has taken building, guest house, equipment and residential flats for employees at branches on cancellable operating lease and had taken office buildings on a short term cancellable operating lease from the Holding company. The tenure of such leases ranges from 1 to 3 years. Lease rentals are charged to the Statement of profit and loss for the year. There are no sub-leases. The leases are renewable on mutually agreeable terms. At the expiry of the lease term, the company has an option to terminate the agreement or extend the term by giving notice in writing. Since the contract is a cancellable contract, the entity has elected to apply the exemption available to short term leases under Ind AS 116 and has recognised the lease payments associated with those leases as an expense.

	For the year ended March 31, 2026	For the year ended March 31, 2025
Lease payments for the year (Note 24)	22.35	26.16

ii) Company as lessor : Operating lease

Accounting policy

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognized on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income.

The Company has leased certain part of its surplus office and manufacturing buildings. The tenure of such lease agreements ranges from 1 to 3 years. All leases include a clause to enable upward revision of the rental charge on an annual basis according to prevailing market conditions. Lease rentals are recognised in the statement of profit and loss for the year (Refer note 20).

	For the year ended March 31, 2026	For the year ended March 31, 2025
Lease rent received for the year (Note 19)	69.41	69.23

Since there are no non-cancellable operating leases entered by the Company, there are no committed future lease rental payables and receivables (March 31, 2026: Rs. Nil and March 31, 2025:Rs. Nil)

31 Segment reporting

Accounting policy

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Board of Directors of the Company has identified the Manager of the Company as the chief executive decision maker of the Company.

Judgements

Ind AS 108 Operating Segments requires Management to determine the reportable segments for the purpose of disclosure in financial statements based on the internal reporting reviewed by Chief Operating Decision Maker (CODM) to assess performance and allocate resources. The standard also requires Management to make judgments with respect to aggregation of certain operating segments into one or more reportable segment.

The Board of Directors has determined that the CODM is the Manager of the Company, based on its internal reporting structure and functions of the Company. Operating segments used to present segment information are identified based on the internal reports used and reviewed by the Manager to assess performance and allocate resources. The management has determined that some of the segments exhibit similar economic characteristics and meet other aggregation criteria and accordingly aggregated into one reportable segment i.e. Industrial Infra.

Based on the guiding principles in "Ind AS 108- Operating Segments", the Company's business activity falls within one operating segment, i.e. Industrial infra, and therefore no separate segment information is disclosed.

Information of geographical areas-

(i) Sales revenue by geographical markets refer note 18

(ii) Non current assets by geographical segments*

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Within India	2,546.27	2,814.78
Outside India	0.90	1.38
Total	**2,547.17**	**2,816.16**

*Non current assets includes all non-current assets other than financial instruments and deferred tax assets.

32 Related party disclosures

A Holding Company and Ultimate Holding Company

No.	Name of the entity	Place of business/ Country of incorporation	Ownership interest		Type
			As at March 31, 2026	As at March 31, 2025	
1	RDA Holdings Private Limited	India	0%	0%	Ultimate holding company
2	Thermax Limited	India	100%	100%	Holding company

B Fellow Subsidiaries with whom transactions have taken place during the year :

No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Babcock & Wilcox Energy Solutions Limited	India
2	Thermax Onsite Energy Solutions Limited	India
3	Thermax Bioenergy Solutions Private Limited	India
4	Thermax Cooling Solutions Limited	India

C Entities controlled by Holding company other than 'B' above with whom transactions have taken place during the year :

No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax International Tanzania Limited	Tanzania

D. Key management Personnel:

1 Mr. Ajit Sharma - Chief Financial Officer
2 Mr. Sudhir Lale - Company Secretary
3 Mr. Rajendran Arunachalam - Director (till November 17,2025)
4 Mr. Sandeep Raut - Director (w.e.f. November 6, 2025)
5 Mr. Kirtiraj Jilkar - Director
6 Mr. Sandeep Deshpande - Director
7 Mr. Sunil Kumar Samuel Bojja - Manager (w.e.f. May 5, 2025)

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

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

E Individuals having control or significant influence over the Company by reason of voting power, and their relatives:

1 Mrs. Meher Pudumjee - Chairperson of Holding Company

2 Mrs. Anu Aga - Relative of Chairperson of Holding Company

3 Mr. Pheroz Pudumjee - Director of Holding Company

4 Mr. Zahaan Pudumjee - Relative of Chairperson of Holding Company

5 Ms. Lea Pudumjee - Relative of Chairperson of Holding Company

F Enterprise, over which control is exercised by individuals listed in 'E' above:

	Name of the entity	Place of business/ Country of incorporation
1	Thermax Foundation	India

Transactions during the year

Particulars	Holding Company - Thermax Limited		Entities controlled by Holding company		Key Management Personnel and Individuals mentioned in E		Total	
	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from services	623.65	2,271.65	-	-	-	-	**623.65**	**2,271.65**
Rent income	65.63	65.63	-	-	-	-	**65.63**	**65.63**
Sale of scrap	-	6.91	-	-	-	-	**-**	**6.91**
Recovery of expenses	80.23	142.75	-	-	-	-	**80.23**	**142.75**
Purchase of Property, Plant & Equipment / CWIP/ Intangible Assets	13.50	-	-	-	-	-	**13.50**	**-**
Reimbursement of expenses	311.14	380.81	-	-	-	-	**311.14**	**380.81**
Remuneration to key management personnel (Refer details below)	62.17	57.22	-	-	-	-	**62.17**	**57.22**
CSR Expenditure	-	-	30.85	29.59	-	-	**30.85**	**29.59**
Other expenses	-	177.71	-	38.74	-	-	**-**	**216.45**
Dividend Paid	500.00	2,500.00	-	-	-	-	**500.00**	**2,500.00**
Rent paid	5.00	5.00	-	-	-	-	**5.00**	**5.00**

Related party transactions include transactions pertaining to the following parties other than Holding Company:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Other expenses		
Thermax Babcock and Wilcox Energy Solutions Limited	-	38.74
CSR Expenditure		
Thermax Foundation	30.85	29.59

Remuneration to key management personnel

Salary reimbursed to Thermax Limited #		
Mr. Ajit Sharma	24.59	22.51
Mr. Sudhir Lale	37.58	34.71

This does not include provision made for gratuity and leave encashment since the same is calculated for all employees of the Company as a whole.

Terms and conditions of related party transactions

Outstanding balances at the year-end are unsecured and interest free.

There have been no guarantees provided or received for any related party receivables or payables.

In case of transactions with related parties during the year, the amounts are exclusive of applicable taxes.

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

Balances as at the year end

Particulars	Holding Company - Thermax Limited		Entities controlled by Holding company		Total	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Trade receivables	172.85	295.81	139.72	151.94	**312.57**	**447.75**
Contract Assets^	244.50	422.78	-	-	**244.50**	**422.78**
Borrowings (10% Redeemable preference shares)	1,700.00	1,700.00	-	-	**1,700.00**	**1,700.00**
Trade payables	35.92	121.32	-	38.91	**35.92**	**160.23**
Other payables	-	44.05	-	6.03	**-**	**50.08**
Revenue received in advance	145.99	164.18	-	-	**145.99**	**164.18**
Unbilled Revenue	38.47	15.42	-	-	**38.47**	**15.42**
Unearned Revenue	188.17	166.16	-	-	**188.17**	**166.16**
Guarantee/ letter of comfort received	1,000.00	1,000.00	-	-	**1,000.00**	**1,000.00**

^ Before impairment provision Rs. 79.73 (March 31, 2025: 111.11)

Balances pertaining to the following parties other than Holding Company

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables		
Thermax Cooling Solutions Limited	-	26.01
Thermax International Tanzania Limited	139.72	125.93
Trade payables		
Thermax Babcock and Wilcox Energy Solutions Limited	-	24.37
Thermax Cooling Solutions Limited		14.54
Other payables		
Thermax Cooling Solutions Limited	-	6.03

There are no outstanding balances in respect of entities controlled by key management personnel and individuals mentioned in E.

Terms and conditions for outstanding balances

All outstanding balances are unsecured, interest free and repayable in cash except the guarantee/letter of comfort received.

33 Fair value measurements

Estimates and assumptions

Fair value measurement of unquoted financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of assumption is required in establishing fair values. Assumptions include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

a) Category of financial instruments and valuation techniques

Break-up of financial assets carried at amortised cost

	As at March 31, 2026	As at March 31, 2025
Trade receivables	821.24	1,011.07
Cash and cash equivalents	301.14	479.05
Bank balances other than cash and cash equivalents	-	-
Loans	-	-
Other financial assets	57.90	62.54
Total	**1,180.28**	**1,552.66**
Current assets	1,126.47	1,503.02
Non-current assets	53.81	49.64
Total	**1,180.28**	**1,552.66**

The management has assessed that the carrying amounts of the above financial instruments appoximate their fair values.

Break-up of financial assets carried at fair value through profit or loss

	As at March 31, 2026	As at March 31, 2025
Investments	3,055.93	2,226.98
Total	**3,055.93**	**2,226.98**
Current assets	3,055.93	2,226.98
Non-current assets	-	-
Total	**3,055.93**	**2,226.98**

The fair values of the mutual funds are based on price quotations at the reporting date.

Break up of financial liabilities carried at amortised cost

	As at March 31, 2026	As at March 31, 2025
Trade payable	1,125.03	1,656.65
Other liabilities	170.10	227.06
Total	**1,295.13**	**1,883.71**
Current liabilities	1,295.13	1,883.71
Non current liabilities	-	-
Total	**1,295.13**	**1,883.71**

The management has assessed that the carrying amounts of the above financial instruments appoximate their fair values.

Break-up of financial liabilities carried at fair value through profit and loss

	As at March 31, 2026	As at March 31, 2025
Borrowings (10% redeemable preference shares)	1,700.00	1,700.00
Other liabilities	-	-
Total	**1,700.00**	**1,700.00**
Current liabilities	-	-
Non current liabilities	1,700.00	1,700.00
Total	**1,700.00**	**1,700.00**

b) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2026

	Date of valuation	Level 1	Level 2	Level 3
Financial assets				
Investments				
Mutual funds	March 31, 2026	3,055.93	-	-
Financial liabilities				
Borrowings	March 31, 2026	-	-	1,700.00

Quantitative disclosures fair value measurement hierarchy for assets As at March 31, 2025

	Date of valuation	Level 1	Level 2	Level 3
Financial assets				
Investments				
Mutual funds	March 31, 2025	2,226.98	-	-
Financial liabilities				
Borrowings	March 31, 2025	-	-	1,700.00

There has been no transfer between level 1 and level 2 during the year.

c) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- The use of quoted market prices or dealer quotes for similar instruments;
- For foreign currency forwards and principal swap - the present value of future cash flows based on the forward exchange rates at the balance sheet date;
- For other financial instruments - discounted cash flow analysis.

All of the resulting fair value estimates are included in level 2 except for unlisted equity securities, where the fair values have been determined based on present values.

34 Financial risk management objectives and policies

The Company's principal financial liabilities comprise trade and other payables and borrowings. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables and cash and cash equivalents that derive directly from its operations. The Company's borrowings and investments are designated as financial liabilities and assets through profit or loss respectively.

Risk is inherent in the Company's activities but it is managed through a process of on going identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. No significant changes were made in the risk management objectives and policies during the years ended March 31, 2026 and March 31, 2025.

I Market risk

Market risk is the risk that the value of an asset will fluctuate as a result of changes in market variables such as interest rates, foreign exchange rates and equity prices, whether those changes are caused by factors specific to the individual investment or its issuer or factors affecting all investments traded in the market.

Market risk is managed on the basis of pre-determined asset allocations across various asset categories, diversification of assets in terms of geographical distribution and industry concentration, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a 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 is not currently exposed significantly to such risk.

b Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency) and the Company's foreign operations through its branches at Philippines, Zambia and Sharjah.

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

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

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

Particulars	As at March 31, 2026		As at March 31, 2025	
	USD	CNY	USD	CNY
Financial assets				
Trade receivables	139.72	-	125.93	-
Other receivables	1,010.55	-	1,008.22	-
Financial liabilities				
Trade payables	-	56.58	-	48.47

The following table demonstrates the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of assets and liabilities. The impact is stated in Rupees (denominated in Lakh) below:

	As at March 31, 2026	As at March 31, 2025
INR/ US$		
Decrease in US$ rate by 5%	(57.51)	(56.71)
Increase in US$ rate by 5%	57.51	56.71
INR/ CNY		
Decrease in CNY rate by 5%	2.83	2.42
Increase in CNY rate by 5%	(2.83)	(2.42)

The exposure to other foreign currencies is not significant to the Company's financial statements as all the undistributed profits at the overseas branches are maintained and/ or repatriated to India in US$.

c Price risk

The Company's investments are susceptible to market price risk arising from uncertainties about future values of the investment securities. These securities are quoted and unquoted. The Company manages the price risk through diversification and by placing limits on individual and total equity/mutual fund instruments. Further, the price risk is also mitigated by switching the investment portfolio between investment in equity/mutual fund instruments and investments in bank deposits. Reports on the investment portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions. The Company is not currently exposed significantly to such risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and contract assets) and from its investing activities, including deposits with banks and investment at amortised cost.

Trade receivables and contract assets

Customer credit risk is managed based on the Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous group and assessed for impairment collectively. The calculation is based on losses as per historical data. The maximum exposure to credit risk at the reporting date is the carrying value disclosed in note 5. To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. Contract assets represents the Company's right to consideration for work completed but not billed or where the receipt of consideration is conditional on successful completion of a performance obligation and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The charge of impairment to Statement of Profit and Loss is disclosed on the face of Statement of Profit and Loss. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Bank deposits and other financial instruments

Credit risk from balances with banks, mutual funds and other financial instruments like derivative contracts are managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties having a good market reputation and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2026 and March 31, 2025 is the carrying amounts as disclosed in note 9 and maximum exposure relating to financial guarantee is disclosed in note 29(b).

Other financial assets

All of the entity's financial assets (mainly security deposits) are valued at amortised cost and are considered to have low credit risk, and the loss allowance recognised during the period was therefore limited to 12 months' expected losses. Management consider other instruments to have low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, the Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

Particulars	Less than 1 year	1 to 3 years	More than 3 years	Total
As at March 31, 2026				
Borrowings	-	-	1,700.00	**1,700.00**
Trade payables	1,125.03	-	-	**1,125.03**
Other financial liabilities :				**-**
Employee related payables	94.35	-	-	**94.35**
Customer deposits	70.97	-	-	**70.97**
Other payables	4.78	-	-	**4.78**
	1,295.13	**-**	**1,700.00**	**2,995.13**
As at March 31, 2025				
Borrowings	-	-	1,700.00	**1,700.00**
Trade payables	1,656.65	-	-	**1,656.65**
Other financial liabilities :				
Employee related payables	112.10	-	-	**112.10**
Customer deposits	63.97	-	-	**63.97**
Other payables	50.99	-	-	**50.99**
	1,883.71	**-**	**1,700.00**	**3,583.71**

Financing arrangements

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

	As at March 31, 2026	As at March 31, 2025
Expiring within one year (bank overdraft and other facilities)	-	-
Expiring beyond one year (bank loans)	-	-

35 Key Financial Ratios

The following are analytical ratios for the year ended March 31, 2026 and March 31, 2025:

Particulars	Numerator	Denominator	FY 2025-26	FY 2024-25	Variance	Management response > 25%
Current ratio	Current assets	Current liabilities	2.42	1.76	37.55%	Refer 35(a)
Return on equity ratio	Profit after tax	Average shareholder's equity	20.67%	22.68%	(8.89%)	
Trade receivable turnover ratio	Revenue from contracts with customers	Average trade receivables	3.13	2.65	18.00%	
Trade payables turnover ratio	Total supplier purchases#	Average trade payables	0.87	1.11	(22.15%)	
Net capital turnover ratio	Revenue from contracts with customers	Working capital *	1.08	2.57	(57.99%)	Refer 35(b)
Net profit ratio	Profit after tax	Revenue from contracts with customers	26.11%	18.87%	38.36%	Refer 35(c)
Return on capital employed (ROCE)	Profit before tax and finance cost	Capital employed **	20.58%	34.72%	(40.73%)	Refer 35(d)
Return on investment (ROI)	Income generated from invested fund***	Average invested fund****	2.68%	4.53%	(40.87%)	
Debt-equity ratio	Total debt	Shareholder's equity	0.45	0.49	(7.61%)	
Inventory turnover ratio	Cost of goods sold	Average inventories	NA	NA	100.00%	
Debt service coverage ratio ##	Earnings available for debt service	Debt service	NA	NA	NA	

Explanations:

* Total current assets - Total current liabilities.

** Total equity + Non-current borrowings + Deferred tax liability.

*** Income generated from interest from Fixed Deposits with banks and gain from Mutual Fund investments

**** Average fund = (Opening investment + Opening balances with banks other than Cash and cash equivalent) + (Closing investment + Closing balances with banks other than Cash and cash equivalent) / 2

Total supplier purchases include project bought-outs, other expenses and staff welfare expenses.

Debt service coverage ratio is not applicable as there are no interest, lease payments and principal repayments during the year ended March 31, 2025 and March 31, 2026.

35(a) Increase due to decrease in trade payables and income tax liability.

35(b) Decrease due to decrease in turnover as EPC projects are nearer to completion.

35(c) Increase in net profit ratio is majorly on account of interest income on VAT and Income tax refund received during current year for AY 2009-10

35(d) Decrease in ROCE ratio due to decrease in profit before tax and finance cost.

36 Capital Management

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long- term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. No changes were made in the objectives, policies or processes during the years ended March 31, 2026 and March 31, 2025. Capital represents equity attributable to Parent Company and is measured at Rs 3,760.98 (March 31, 2025: Rs. 3,474.94).

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

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

	As at March 31, 2026	As at March 31, 2025
Borrowings (note 13)	1,700.00	1,700.00
(Less): Cash and cash equivalents (includes deposits with original maturity of more than 3 months but less than 12 months) [note 9]	(301.14)	(479.05)
Net (surplus)/ debt	**1,398.86**	**1,220.95**
Equity	3,760.98	3,474.94
Capital and net debt	**5,159.84**	**4,695.89**
Capital gearing ratio	**37.19%**	**35.14%**

37 Struck off companies

There are no shares held in struck off companies. For the year ended March 31, 2026 there are no transactions with struck off companies and no balances are outstanding as on year end.

38(a) Other Statutory Information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property; under the Prohibition of Benami Property Transactions Act, 1988 (as amended from time to time) (formally the Benami Transaction (Prohibition) Act, 1988 (45 of 1988)) and Rules made there under.

(ii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

(iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the current or previous financial year.

(iv) The Company has not made 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).

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

(vi) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(vii) The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were was taken.

(viii) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall:

(a) 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

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

(ix) The Company has not received any funds from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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

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

(x) The Company has complied with the number of layers prescribed under the Companies Act, 2013, read with the Companies (Restriction on number of layers) Rules, 2017.

38(b) Other Accounting Policies

(i) Rental income

Rental income from operating leases (net of any incentives given to the lessee) is recognised on a straight-line basis over the lease term.

39 Compliance with section 143(3) for maintenance of books of account

(a) With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis. The Company has a process to take daily back-up of books of account maintained in electronic mode and along with the logs of the backup of such books of account.

The status of compliance for each of its locations and for all the IT applications are summarised in the below table:

Requirements u/s 143(3) of the Act.	Foreign Branches - Philippines and Zambia	Foreign Branch Sharjah	India operations
Books of Account maintained on cloud/ servers physically located in India	No	Yes	Yes
Backup maintained in India on daily basis	No	Yes	Yes

(b) The Company has used accounting software for maintaining its books of account 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 for the following:

- Accounting softwares used at two foreign branches (Philippines and Zambia) do not have an audit trail (edit log) feature and the same did not operate throughout the year for all relevant transactions recorded in the softwares;

Further no instances of audit trail feature being tampered with were noted in respect of accounting softwares where audit trail was enabled. Additionally, the audit trail of prior year(s) for India operations has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

Thermax Instrumentation Limited

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

(All amounts are in Rupees lakh, except per share data and unless stated otherwise)

40 Previous period figures have been regrouped/reclassified to conform to current year's classification as under :

Note No.	Note Description	Previously Reported amount	Revised amount	Change	Remarks
5 (b)	Contract Assets (Current)	-	577.36	577.36	1. Contract Assets of Rs. 577.363 under Other financial assets (Current) have been disclosed on the face of the balance sheet.
10 (b)	Other financial assets (Current)	116.70	12.90	(103.80)	
5 (a)	Trade Receivables (Current)	1,533.13	1,011.07	(522.06)	2. Trade Receivables (Current) of Rs. 522.06 have been reclassified as Other financial assets (Current)
10 (a)	Other financial assets (Non-current)	1.14	49.64	48.50	Trade deposits at foreign branch has been classified as Non-current.

41 All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated. Amounts below rounding off norm followed by the Company are disclosed as "0".

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership No. 134593

Place: Pune
Date: 04 May, 2026

For and on behalf of the Board of Directors of Thermax Instrumentation Limited

Sandeep Deshpande
Director
DIN: 09748806

Sandeep Raut
Director
DIN: 10994665

Ajit Sharma
Chief Financial Officer

Sudhir Lale
Company Secretary
M.No. A18863

Place: Pune
Date: 04 May, 2026

Thermax Onsite Energy Solutions Limited

Board of Directors
Ashish Bhandari
Rajendran Arunachalam
Arun Unni
Khushboo Bhatia

Registered Office
Thermax House, 14, Mumbai-Pune Road,
Wakdewadi, Pune - 411003

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Tower A - Wing 1, Business Bay,
Airport Road, Yerwada Pune - 411006

Key Managerial Personnel
Mandar Danedekar (Chief Financial Officer)
(w.e.f. April 1, 2025)
Khushboo Bhatia (Chief Executive Officer)
Akancha Bhadani (Company Secretary)
(w.e.f. July 23, 2025)

Bankers
HSBC Bank
ICICI Bank

Corporate Office
Eco House, Plot No D-13 R.D. Aga Road,
MIDC Sec 2 Industrial Area,
MIDC Chinchwad, Pune – 411019

DIRECTORS' REPORT

Dear Shareholder,

The Directors present the Seventeenth Annual Report of the Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	58,232.87	56,234.31
Profit before depreciation and interest	6,789.64	5,989.58
Depreciation	72.67	68.59
Interest	952.78	1,035.22
Profit before tax	5,764.19	4,885.77
Provision for taxation (incl. deferred tax)	1,515.95	1,255.98
Profit after tax	4,248.24	3,629.79

STATE OF COMPANY'S AFFAIRS

During the year, the Company earned a total income of Rs. 58,232.87 lakh (previous year Rs. 56,234.31 lakh). Profit before tax stood at Rs. 5,764.19 lakh (previous year Rs. 4,885.77 lakh) and profit after tax was Rs. 4,248.24 lakh (previous year Rs. 3,629.79 lakh).

The Company registered revenue of Rs. 57,795.68 lakh as increase of 3% over last year. The Company continued its growth trajectory and registered a 50% growth in orders. Order balance increased by Rs. 10,771 lakh amounting to Rs. 78,613 lakh. Through the orders won for the financial year 2025-26, the Company added new accounts to its customer base.

During the Financial Year 2025-26, the Company commissioned three large biomass boiler plants for green steam supply to various industry leaders in Karnataka and Andhra Pradesh and a captive facility at Gujarat.

During the year, OPEX initiatives were strategically focused on achieving Zero Breakdowns and Zero Cost of Poor Quality (COPQ), thereby ensuring sustained and enhanced uptime of assets across the portfolio.

With more reputed companies choosing to practice sustainability and focusing on achieving their net-zero goals, it is expected to create opportunities for supply of biomass-based energy, treated water as well as zero liquid discharge and desalination projects. The company, in line with its globalization strategy continued concentrated efforts in offering outsourced utilities in the South East Asia and South Asia market.

HEALTH AND SAFETY

The Company demonstrated a strong commitment to continuous improvement in Safety, Health, and Environment (SHE) performance during FY 2025–26. During the year, it successfully completed the external recertification audits for ISO 45001:2018 (Occupational Health & Safety Management System) and ISO 14001:2015 (Environmental Management System) through DNV, a global certification body. Additionally, Stage 2 audits for both standards were successfully completed at the Nestlé Sri Lanka location under TEELK.

Cross-audits conducted by external agencies across multiple sites further strengthened compliance and operational excellence. The Company also organized internal auditor training programs for ISO 45001 and ISO 14001 through external faculty to enhance employee competency. Certified First Aid and firefighting training sessions were conducted to improve emergency preparedness and response capabilities.

To reinforce monitoring and compliance, CCTV systems were installed across sites, including AI-based surveillance to ensure Personal Protective Equipment (PPE) compliance. The Company continued to promote a strong safety culture through Behaviour-Based Safety (BBS) initiatives and conducted various safety campaigns, including Near Miss Reporting, Monsoon Safety, and Lock-Out-Tag-Out (LOTO) awareness programs.

In line with enhancing workplace safety and productivity, the Company initiated 5S/6S certification across its sites. During the year, seven sites achieved 5S certification, while four sites were awarded 6S certification by an external agency.

The Company also implemented new initiatives to improve safety metrics and conducted various awareness programs, including World Environment Day, the 55th National Safety Week, and Road Safety Week. It received appreciation from customers for fostering a strong safety culture and delivering services with zero accidents. Additionally, two TOESL sites were honoured with the "Best O&M Sites Award" at the Thermax Annual HSE Awards 2026.

MATERIAL CHANGES AFFECTING FINANCIAL POSITION OF THE COMPANY

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

DIVIDEND

The directors do not recommend any dividend on equity shares during year.

AMOUNT PROPOSED TO BE CARRIED TO RESERVES

The Company does not propose to carry any amount to reserves.

SHARE CAPITAL

During the year, there were no changes in the capital structure of the Company. The Paid-up Share Capital of the Company as on March 31, 2026 is Rs.1,08,28,00,000 divided into Equity Shares of Rs. 10,82,80,000 of Rs. 10 each.

The Company has not issued shares with differential voting rights nor has it granted any stock options or sweat equity.

Thermax Onsite Energy Solutions Limited

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company has two wholly owned subsidiaries named Enernxt Private Limited and Thermax Energy & Environment Lanka Private Limited (TEELK).

The annual accounts of the subsidiary companies and related detailed information are available to the shareholders of the holding and subsidiary Company as well as to the statutory authorities. On request, these documents will be made available for inspection at the Company's registered office.

HIGHLIGHT OF PERFORMANCE OF SUBSIDIARIES

Enernxt Private Limited Bio CNG project under commissioning is expected to be completed in upcoming financial year of 2026-27. The Company will start commercial production of Bio CNG Gas post the trial run. Plant commissioning has been delayed due to technical hurdles. Our technology partner is actively addressing these challenges.

TEELK has one order of supply of steam in Sri Lanka. The plant has been commissioned and the operations are running smoothly.

PUBLIC DEPOSITS

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of guarantees and investments covered under the provisions of section 186 of the Companies Act, 2013, are given in the notes to the Financial Statements. During the year, the Company made the additional equity investment in its wholly owned subsidiary (WOS) Enernxt Private Limited of Rs. 10 crores.

VIGIL MECHANISM /WHISTLE BLOWER POLICY

The Company has a vigil mechanism named 'Whistleblower Policy' to deal with instances of fraud and mismanagement. The Board of the Company looks after the whistle blower mechanism and thus direct access to the Chairman of the Board in exceptional or appropriate cases would be provided in the said mechanism.

BUSINESS RISK MANAGEMENT

The Company is engaged in the business of providing environment friendly utilities (steam, heat, water, chilled water and others) to its customers. Risk is affected by macro-economic factors like interest rates, crude oil prices, forex currency fluctuations, electricity and other energy prices and their availability. It is also susceptible directly and indirectly to govt. policies related to renewable energy and conservation of natural resources. Global trends which affect customer's industries also tend to have a cascading effect on the Company's business.

The Company follows a structured risk management process supported by a Risk Management framework to manage risks emanating from external factors and internal actions. Risk Management is ingrained in the operations of the various functions of the Company. During the year the Company conducted Company-wide risk management reviews at regular intervals to ensure compliance to its Risk Management framework and to identify areas for improving the same.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Internal controls are reviewed by Internal Audit Department of the holding Company on a periodical basis. All significant and material observations emerging out of Internal Audit are regularly reported to the Board and follow-up measures are taken.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

As a part of its initiatives under Corporate Social Responsibility (CSR), the Company has undertaken projects mainly in the area of eradicating poverty. The projects are in accordance with Schedule VII of the Companies Act, 2013. The CSR initiatives have been undertaken through Thermax Foundation. The detailed report on CSR is annexed as Annexure 1.

KEY MANAGERIAL PERSONNEL (KMP)

Following are the changes in the KMP during FY 2025-26.

Sr. No.	Name of KMP	Appointment/ Resignation	Effective date
1.	Mr. Mandar Dandekar, Chief Financial Officer	Appointment	April 1, 2025
2.	Ms. Kajal Kabra, Company Secretary & KMP	Resignation	June 20, 2025
3.	Ms. Akancha Bhadani, Company Secretary & KMP	Appointment	July 23, 2025

DIRECTORS

Currently, the Board of the Company comprises of Four Directors. In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Rajendran Arunachalam (DIN: 05291138), retires by rotation and being eligible, offers himself for re-appointment.

Following are the changes in Board composition during FY 2025-26.

Sr. No.	Name of Director	Appointment/ Resignation	Directorship/ Category	Effective date	Whether the change has been approved by members
1.	Mr. Arun Unni (DIN: 10831177)	Appointment	Non- Executive Director	July 21, 2025	Regularized in the AGM.
2.	Ms. Khushboo Bhatia (DIN: 09019736)	Appointment	Executive Director	July 21, 2025	Regularized in the AGM.

BOARD MEETINGS

The Board met four times on April 30, 2025, July 23, 2025, November 5, 2025 and January 27, 2026 during the year. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. Details of meetings attended by the members are as follows:

Board Members	Dates of Board Meeting			
	April 30, 2025	July 23, 2025	November 5, 2025	January 27, 2026
Mr. Rajendran Arunachalam	P	P	P	P
Mr. Ashish Bhandari	P	P	P	P
Mr. Arun Unni #	P	P	P	P
Ms. Khushboo Bhatia #	P	P	P	P

#Appointed during the year P: Present A: Absent

COMMITTEES OF THE BOARD

The Board has constituted the following Committee viz. Corporate Social Responsibility Committee.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee of the Board of Directors was constituted on April 30, 2025. The Committee comprises the non-executive Directors viz Mr. Rajendran Arunachalam as the Chairman and Mr. Arun Unni & Ms. Khushboo Bhatia as the members of the Committee. The Committee met one time during the period under review, i.e. on January 27, 2026. Details of meetings attended by members are as follows:

Name of the member	January 27, 2026
Mr. Rajendran Arunachalam	P
Mr. Arun Unni	P
Ms. Khushboo Bhatia	P

NA: Not Applicable A: Absent P: Present

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

(c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The Directors have prepared the annual accounts on a going concern basis; and

(e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SECRETARIAL STANDARDS

The Company follows the Secretarial Standards issued by the Institute of Company Secretaries of India on the Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2). The Company is in compliance with these secretarial standards.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance and of its individual Directors.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Therefore, requirements of disclosure of RPTs in AOC-2 are not attracted.

A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the Financial Statements.

CONSERVATION OF ENERGY

The Company is in the business of providing utilities generated through renewable energy sources to its clients. This activity directly helps its clients to reduce their Carbon Footprint.

TECHNOLOGICAL ABSORPTION

There was no technology acquisition and absorption during the year under review.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Information pertaining to foreign exchange earnings and outgo, under Section 134(3)(m) of the Companies Act, 2013 is as follows:

	(Rs. in lakh)
Foreign exchange earnings	124.49
Foreign exchange outgo	Nil

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, duly amended, in respect of employees of the company, will be provided upon request. In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the Company Secretary. The information is also available for inspection at the registered office during working hours up to the date of the Annual General Meeting.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

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

The Company is committed to provide a safe and conducive work environment to its employees. The Company has constituted Prevention of Sexual Harassment (POSH) Committee as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There were no cases pending at the beginning of the year/ filed during the year, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

A. Number of Sexual Harassment Complaints received: Nil

B. Number of Sexual Harassment Complaints disposed off: Nil

C. Number of Sexual Harassment Complaints beyond 90 days: Nil

STATUTORY AUDITORS

M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016) were appointed as Statutory Auditors of the Company to fill up the casual vacancy caused due to resignation of M/s. SRBC & Co. LLP, Chartered Accountants, who were appointed as the statutory auditors of the Company for a period of Five years commencing from the conclusion of 15th Annual General Meeting (AGM) until the conclusion of the 20th Annual General Meeting.

The Members of the Company have approved the appointment of M/s. Price Waterhouse Chartered Accountants LLP as statutory auditors of the Company by way of Ordinary Resolution passed in the Extra Ordinary General Meeting held on September 29, 2025 for conducting the audit of FY 2025-26. The appointment is valid till the Conclusion of Annual General meeting to be held in the financial year 2026-27.

The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

COST AUDITORS

In terms of Section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Amendment Rules, 2014, M/s. Dhananjay V. Joshi & Associates, Cost Accountants, Pune, have been appointed as the cost auditors of the Company for FY 2025-26.

COST RECORDS

The maintenance of cost records as specified under Section 148 of the Act, is applicable to the Company and accordingly all the cost records are made and maintained by the Company and audited by the cost auditors.

SECRETARIAL AUDITORS

In accordance with the provisions of Section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Amit Jaste & Associates, Company Secretaries, Mumbai, to undertake the secretarial audit of the Company for FY 2025-26.

Thermax Onsite Energy Solutions Limited

The Secretarial Audit Report for FY 2025-26 is attached as Annexure 2. The Secretarial Audit Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE ACT

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

ANNUAL RETURN

The Company does not have any official website, hence provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 are not applicable.

RESTRICTION ON PURCHASE BY COMPANY OR GIVING OF LOANS BY IT FOR PURCHASE OF ITS SHARES

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company its Directors or Key Managerial Personnel, for purchase or subscribe shares of the Company.

THE INSOLVENCY AND BANKRUPTCY CODE, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

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

There was no such instance occurred during the period under review.

NUMBER OF EMPLOYEES AS ON CLOSURE OF FINANCIAL YEAR

A. Male: 151

B. Female: 8

C. Transgender: Nil

A STATEMENT BY THE COMPANY WITH RESPECT TO THE COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961.

The Company has complied with the Provisions relating to the maternity Benefits Act, 1961.

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the support extended by the company's customers, vendors and bankers during the year and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors of
Thermax Onsite Energy Solutions Limited

	Rajendran A.	**Arun Unni**
Place: Pune,	Director	Director
Pune, April 27, 2026	DIN: 08446343	DIN: 10831177

ANNEXURE 1

ANNUAL REPORT ON CSR ACTIVITIES AND CSR POLICY

CSR REPORT FOR THE FINANCIAL YEAR 2025-26

1. A Brief outline on CSR Policy of the Company

Thermax Onsite Energy Solutions Limited is a wholly owned subsidiary of Thermax Limited, an engineering Company operating in the critical areas of energy & environment, is committed to contribute to the welfare of the community in which it is situated. Being a wholly owned subsidiary of Thermax Limited, it has been decided that the CSR policy of the Company will be aligned with the CSR policy of Thermax Limited and the CSR activities of the Company shall be conducted through Thermax Foundation (TF).

2. Composition of CSR Committee:

During the year, the Committee met once on January 27, 2026. Details of Committee members and meeting attended by the members is as follows:

Sr. No.	Name of the Director	Designation/Nature of Directorship	Number of Meetings of CSR Committee held during the year	Number of Meetings of CSR Committee Attended during the year
1	Rajendran Arunachalam	Chairman	1	1
2	Arun Unni	Member	1	1
3	Khushboo Bhatia	Member	1	1

3. Provide 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://www.thermaxglobal.com/investors/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. — **NA**

if applicable (attach the report).

5. (a) Average net profit of the Company as per sub-section (5) of section 135: Rs. 34,67,63,735.61

(b) Two percent of average net profit of the Company as per sub-section (5) of section 135: Rs. 69,35,300

(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: NA

(d) Amount required to be set-off for the financial year, if any: NA

(e) Total CSR obligation for the financial year [(b)+(c)- (d)]: Rs. 69,35,300

6. (a) Amount spent on CSR Projects (both ongoing projects and other than ongoing projects): Rs. 69,35,800

(b) Amount spent in Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: NA

(d) Total amount spent for the Financial Year [(a)+(b) +(c)]: Rs. Rs. 69,35,800

(e) CSR amount spent or unspent for the Financial Year:

Total amount Spent for the Financial Year. (in Rs.)Amount unspent (in Rs.)

Total amount Spent for the Financial Year. (in Rs.)	**Amount Unspent (in Rs.)**				
	Total Amount transferred to Unspent CSR Account as per sub section (6) of Section 135.		**Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.**		
	Amount	**Date of transfer**	**Name of the Fund**	**Amount**	**Date of transfer**
Rs. 69,35,800	**Not Applicable**				

(f) Excess amount for set-off, if any:

Sl. No.	**Particulars**	**Amount (in Rs.)**
(1)	**(2)**	**(3)**
(i)	Two percent of average net profit of the Company as per sub-section (5) of section 135	Rs. 69,35,300
(ii)	Total amount spent for the Financial Year	Rs. 69,35,800
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	Rs. 500
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	-
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	-

Thermax Onsite Energy Solutions Limited

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sl. No.	**Preceding Financial Year**	**Amount transferred to Unspent CSR Account under sub- section (6) of section 135 (in Rs.)**	**Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in Rs.)**	**Amount Spent in the Financial Year (in Rs)**	**Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of section 135, if any**		**Amount remaining to be spent in succeeding Financial Years (in Rs)**	**Deficie ncy, if any**
					Account under sub-section (6) of section 135 (in Rs.)	**Amount (in Rs.)**		
NIL								

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

○ Yes ⊘ No

If Yes, enter the number of Capital assets created/ acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
1	2	3	4	5	6		
					CSR Registration Number, if applicable	**Name**	**Registered address**
Not Applicable							

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub section (5) of section 135.

Place: Pune
Date: April 27, 2026

Rajendran A.
DIN: 08446343

Arun Unni
DIN: 10831177

Annexure 2

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,
Thermax Onsite Energy Solutions Limited
Thermax House, 14, Mumbai Pune Road,
Wakdewadi, Pune MH 411003

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Thermax Onsite Energy Solutions Limited** (hereinafter referred to as **'the Company'**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; (not applicable to the Company during the Audit period)

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (not applicable to the Company during the Audit period)

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):- (Following sub-clauses (a) to (h) are not applicable to the Company during the Audit period as Company continues to be a Unlisted Public Company in its Articles under Section 2(71) of the Act)

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

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

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

   d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021;

   e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

   f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and

   h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018

(vi) Following important specific laws applicable to the Company, as confirmed by the Company were substantially complied with:

   a. The Boilers Act, 2025

   b. The Boiler Attendants Rules, 2025

   I have also examined compliance with applicable clauses of the following:

   a. Secretarial Standards (SS.1 relating to meetings of Board of Directors & SS.2 relating to General Meetings) issued by the Institute of Company Secretaries of India.

   b. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; (Not applicable to the Company during the Audit Period)

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, except when meetings were called at shorter notice as permitted u/s. 173(3) of the Act and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings were carried out unanimously as recorded in the minutes of the meetings of Board of Directors.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period:

During the year under review there were no specific event having bearing on the affairs of the Company.

For Amit Jaste & Associates
Practising Company Secretaries

Amit Jaste **FCS No.:7289**
Proprietor **CP No.:12234**
Peer Review No. 1751/2022

Date: 27-04-2026
Place: Mumbai

UDIN: F007289H000211625

Thermax Onsite Energy Solutions Limited

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,
Thermax Onsite Energy Solutions Limited
Thermax House, 14, Mumbai Pune Road,
Wakdewadi, Pune MH 411003

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

1) Maintenance of secretarial records 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 financial records and Books of Accounts of the company.

4) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.

5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on 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 Amit Jaste & Associates
Practising Company Secretaries

Amit Jaste **FCS No.:7289**
Proprietor **CP No.:12234**
Peer Review No. 1751/2022

Date: 27-04-2026
Place: Mumbai

UDIN: F007289H000211625

INDEPENDENT AUDITOR'S REPORT

To the Members of Thermax Onsite Energy Solutions Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Thermax Onsite Energy Solutions Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those Charged with Governance for the Financial Statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - 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 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 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.

10. 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.

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

Other Matter

12. The financial statements of the Company for the year ended March 31, 2025, were audited by prior auditors under the Act who, vide their report dated April 30, 2025, expressed an unmodified opinion on those financial statements.

Report on Other Legal and Regulatory Requirements

13. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

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

        i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 28(A) to the financial statements;

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

        iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.

        iv. a) The management has represented that, to the best of its knowledge and belief, as disclosed in Note 37(v) to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 37(vii) to the financial statements no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used multiple accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software as described in Note 38 to the financial statements. During the course of our audit, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention, as stated in Note 38 to the financial statements.

15. The Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557
UDIN: 26125557ZUOHEV9011
Date: April 27, 2026
Place: Pune

Annexure A to Independent Auditor's Report

Referred to in paragraph 14(f) of the Independent Auditor's Report of even date to the members of Thermax Onsite Energy Solutions Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Thermax Onsite Energy Solutions Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls With Reference to these Financial Statements

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

Inherent Limitations of Internal Financial Controls With Reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557
UDIN: 26125557ZUOHEV9011
Date: April 27, 2026
Place: Pune

Thermax Onsite Energy Solutions Limited

Annexure B to Independent Auditor's Report

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of Thermax Onsite Energy Solutions Limited on the financial statements for the year ended March 31, 2026

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

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

(B) The Company is maintaining proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment of the Company are physically verified by the Management according to a phased programme designed to cover all the items over a period of 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

(c) The Company does not own any immovable properties (Refer Note 4 to the financial statements). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.

(d) The Company has not revalued its Property, Plant and Equipment or Intangible Assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or Intangible Assets does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) [formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)] and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

(ii) (a) Except for material and other component which are to be leased to customers under finance lease arrangements, the other inventory has been physically verified by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

(b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The terms of sanction do not stipulate filing of quarterly returns or statements with such banks, and, accordingly, the question of our commenting on whether the returns or statements are in agreement with the unaudited books of account of the Company, does not arise.

(iii) (a) The Company has made investments in one company and granted unsecured loan to one company. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans are as per the table given below:

(Amounts in Rupees Lakh)

Particulars	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount granted / provided during the year - Subsidiary	--	--	800.00	--
Balance outstanding as at balance sheet date in respect of the above cases - Subsidiary	--	--	800.00	--

(Also, refer Note 7(b) to the financial statements)

The Company has not granted any secured loans / advances in nature of loans, or stood guarantee, or provided securities to any other parties.

(b) In respect of the aforesaid investments and loans, the terms and conditions under which such investments were made and loans were granted are not prejudicial to the Company's interest.

(c) In respect of the loans, the schedule of repayment of principal and payment of interest has been stipulated, and the party is repaying the principal amounts, as stipulated, and is also regular in payment of interest as applicable.

(d) In respect of the loans, there is no amount which is overdue for more than ninety days.

(e) There were no loans which have fallen due during the year and were renewed/extended. Further, no fresh loans were granted to same parties to settle the existing overdue loans.

(f) The loans granted during the year, including to a related party had stipulated the scheduled repayment of principal and payment of interest and the same were not repayable on demand. There were no loans / advances in nature of loan granted during the year to promoters.

iv. In our opinion, the Company has complied with the provisions of 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees provided by it. Further, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and has not provided any securities for the parties covered under section 186. Therefore, the reporting under clause 3(iv) of the Order to that extent are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its certain products. We have broadly reviewed the books of account maintained by the Company pursuant to the said requirement, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

(vii) (a) In our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income tax and professional tax though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and services tax and other statutory dues, as applicable, with the appropriate authorities. However, there are no arrears of statutory dues outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) The particulars of statutory dues referred to in sub-clause (a) as at March 31, 2026 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of the dues	Amount (Rs. In lakhs)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax	198.16*	AY 2018-19	Assistant Commissioner of Income Tax, Pune
Income Tax Act, 1961	Income Tax	523.68#	AY 2020-21	Commissioner of Income Tax (Appeals), Pune
Finance Act, 1994	Service Tax	82.37	FY 2015-16	Additional Commissioner of GST, Pune
Central Goods and Services Tax Act, 2017	Goods and Service Tax, Haryana	7.45	FY 2021-22	Joint Commissioner of State Tax (Appeals), Haryana

* Net of INR 47.83 lakh adjusted against refund of AY 2024-25
\# Net of INR 88.01 lakh paid under protest

(viii) There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans during the year ended March 31, 2026 and there was no unutilized balance of term loan obtained in earlier years as on April 01, 2025. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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) On an overall examination of the 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. Further, the Company did not have any joint ventures or associate companies during the year.

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

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

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

(b) We were unable to obtain the Internal Audit Reports for the period from January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

(xv) In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group [as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025] has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

xviii. There has been resignation of the statutory auditors during the year and we did not note any issues, objections or concerns raised by the outgoing auditors.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the 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. As at balance sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable.

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 this report.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557
UDIN: 26125557ZUOHEV9011
Date: April 27, 2026
Place: Pune

Thermax Onsite Energy Solutions Limited

Balance Sheet as at March 31, 2026

(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Notes	As at March 31, 2026	As at March 31, 2025
Assets			
I. Non-current assets			
Property, plant and equipment	4	299.58	361.53
Capital work-in-progress	4	27.66	-
Intangible assets	5	-	-
Financial assets:			
(a) Investments in subsidiaries	6(a)	6,298.81	5,298.81
(b) Loans	7(b)	883.34	193.34
(c) Finance lease receivables	8(a)	22,226.01	20,134.20
(d) Other financial assets	8(b)	7.01	5.73
Deferred tax assets (net)	9	183.24	166.81
Non-current tax asset (net)	9	173.03	408.03
Other non-current assets	10	349.84	351.99
Total non-current assets		**30,448.52**	**26,920.44**
II. Current assets			
Inventories	11	5,061.29	6,202.73
Financial assets:			
(a) Investments	6(b)	3,006.30	1,999.47
(b) Trade receivables	7(a)	6,779.42	6,203.76
(c) Cash and cash equivalents	12(a)	116.72	620.97
(d) Loans	7(b)	158.85	8.73
(e) Finance lease receivables	8(a)	3,392.71	2,830.88
(f) Other financial assets	8(b)	26.14	95.39
Current tax asset (net)	9	236.61	-
Other current assets	10	2,428.01	1,341.21
Total current assets		**21,206.05**	**19,303.14**
Total Assets		**51,654.57**	**46,223.58**
Equity and liabilities			
III. Equity			
Equity share capital	13	10,828.00	10,828.00
Other equity	14	18,670.64	14,415.00
Total Equity		**29,498.64**	**25,243.00**
IV. Non-current liabilities			
Financial liabilities			
(a) Borrowings	15(a)	5,608.11	7,921.62
(b) Other financial liabilities	17	2,749.08	2,132.16
Other non-current liabilities	19	3,911.63	3,417.01
Total non-current liabilities		**12,268.82**	**13,470.79**
V. Current liabilities			
Financial liabilities			
(a) Borrowings	15(b)	2,326.98	2,639.79
(b) Trade payables	16		
i. total outstanding dues of micro enterprises and small enterprises		2,832.62	1,646.49
ii. total outstanding dues of creditors other than micro enterprises and small enterprises		2,619.27	1,248.94
(c) Other financial liabilities	17	632.48	569.59
Provisions	18	405.84	378.69
Current tax liabilities (net)	9	55.59	1.48
Other current liabilities	19	1,014.33	1,024.81
Total current liabilities		**9,887.11**	**7,509.79**
Total Liabilities		**22,155.93**	**20,980.58**
Total Equity and Liabilities		**51,654.57**	**46,223.58**
Summary of material accounting policies.	2		
Summary of critical accounting estimates and judgements	3		

The accompanying notes are an integral part of these financial statements

Statement of profit and loss for the year ended March 31, 2026

(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	20	57,795.68	56,031.57
Other income	21	437.19	202.74
Total Income (I)		**58,232.87**	**56,234.31**
Expenses			
Cost of raw materials and components consumed	22 (a)	40,701.44	35,529.70
Purchase of traded goods	22 (b)	49.55	-
Site expenses and contract labour charges		4,264.27	3,740.12
Changes in inventories of finished goods, work-in-progress and stock-in-trade	22 (c)	1,545.01	6,638.93
Employee benefits expense	23	2,349.25	2,115.73
Finance costs	24	952.78	1,035.22
Depreciation and amortisation expense	25	72.67	68.59
Other expenses	26 (a)	2,507.05	2,220.25
Total Expenses (II)		**52,442.02**	**51,348.54**
Profit before exceptional items and tax [(I) - (II)]		**5,790.85**	**4,885.77**
Exceptional items [Income / (Expense)]	39	(24.42)	-
Profit before tax (III) = (I-II)		**5,766.43**	**4,885.77**
Tax expense			
Current tax	9	1,533.50	1,114.68
Deferred tax	9	(15.31)	141.30
Total tax expense (IV)		**1,518.19**	**1,255.98**
Profit for the year (V) = (III-IV)		**4,248.24**	**3,629.79**
Other comprehensive income (OCI)			
Items that will not be reclassified subsequently to profit or loss			
Re-measurement (loss) of defined benefit plans	29	(4.46)	(14.66)
Income tax effect	9	1.12	3.69
Net other comprehensive income/(loss) for the year (net of tax) (VI)		**(3.34)**	**(10.97)**
Total comprehensive income for the year (VII)= (V+VI)		**4,244.90**	**3,618.82**
Earning per equity share [Nominal value per share Rs. 10/- (March 31, 2025: Rs. 10/-)]	27		
Basic		3.92	3.35
Diluted		3.92	3.35
Summary of material accounting policies.	2		
Summary of critical accounting estimates and judgements	3		

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Jinesh H Shah
Partner
Membership No: 125557

Date: April 27, 2026
Place: Pune

For and on behalf of the Board of Directors of Thermax Onsite Energy Solutions Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN: 10831177

Khushboo Bhatia
Director and CEO
DIN: 09019736

Akancha Bhadani
Company Secretary

Mandar Dandekar
Chief Financial Officer

Date: April 27, 2026
Place: Pune

Statement of Cash flow for the year ended March 31, 2026

(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

	Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
A)	**Cash flows from operating activities**			
	Profit before tax		5,766.43	4,885.77
	Adjustments to reconcile profit before tax to net cash flows from operations			
	Depreciation/amortization on property, plant and equipment and intangible assets	25	72.67	68.59
	Fair value gain on financial instrument at fair value through profit and loss (net)	21	(85.39)	(34.27)
	Net gain on sale of mutual funds	21	(150.47)	(85.86)
	Interest expense	24	685.45	892.57
	Unwinding of discount on security deposits	24	267.33	142.65
	Loss on discard of asset	26 (a)	0.14	0.52
	Amortisation of prepaid lease rental	20 (a)	(297.89)	(177.52)
	Interest income	21	(43.45)	(24.03)
	Unrealised foreign exchange loss/(gain)		(0.29)	-
	Dividend income	21	(93.82)	-
	Share based payment expenses	23	10.74	10.98
	Working capital adjustments			
	(Increase)/Decrease in trade receivables		(575.66)	(694.31)
	(Increase)/Decrease in inventories		1,141.44	6,397.10
	(Increase)/Decrease in other assets		(1,084.65)	1,222.62
	Decrease/(Increase) in other financial assets		67.97	(253.41)
	(Decrease)/Increase in trade payables		2,546.07	(1,297.10)
	(Decrease)/Increase in other liabilities		782.03	676.79
	(Decrease)/Increase in provisions		22.69	38.37
	(Decrease)/Increase in other financial liabilities		412.48	(504.72)
	Cash generated from operations		**9,443.82**	**11,264.74**
	Income taxes paid (net of refunds received)		(1,481.00)	(1,723.75)
	Net cash flows from operating activities		**7,962.82**	**9,540.99**
B)	**Cash flows (used in) / from investing activities**			
	Purchase of property, plant and equipment		(38.52)	(337.44)
	Investment in a subsidiary		(1,000.00)	-
	Loans given to a subsidiary		(800.00)	(200.00)
	Interest received on loans given to a subsidiary		3.33	-
	Net movement in finance lease receivables		(2,635.35)	(6,119.12)
	Purchase of current investments		(10,499.47)	(10,253.33)
	Proceeds from sale of current investments		9,728.50	10,327.14
	Dividend received		93.82	-
	Net cash flows (used in) / from investing activities		**(5,147.69)**	**(6,582.75)**
C)	**Cash flows (used in) / from financing activities**			
	Proceeds from borrowings		-	2,083.08
	Repayment of borrowings		(2,610.37)	(3,444.54)
	Interest paid		(709.01)	(992.68)
	Net cash flows (used in) / from financing activities		**(3,319.38)**	**(2,354.14)**
	Net (decrease)/ increase in cash and bank balances		**(504.25)**	**604.11**
	Cash and bank balances at the beginning of the year		620.97	16.86
	Cash and bank balances at the end of the year		**116.72**	**620.97**

Reconciliation of cash and cash equivalents as per the Statement of Cash Flows.

	Note No.	March 31, 2026	March 31, 2025
Balances with banks			
- in current accounts	12(a)	116.72	620.97
Total cash and cash equivalents		**116.72**	**620.97**

The above statement of cash flows has been prepared under the "indirect method" as set out in Ind AS 7 'Statement of Cash Flows'

Summary of material accounting policies.	2
Summary of critical accounting estimates and judgements	3

The accompanying notes are an integral part of these financial statements.

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

(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

A Equity Share Capital

Particulars	Note No.	As at March 31, 2026		As at March 31, 2025	
		No. of shares	Amount	No. of shares	Amount
Balance at the beginning of the year	13	108,280,000	10,828.00	108,280,000	10,828.00
Changes in equity shares capital during the year	13	-	-	-	-
Balance at the end of the year	**13**	**108,280,000**	**10,828.00**	**108,280,000**	**10,828.00**

B Other Equity (Refer Note No. 14)

Particulars	Reserves & Surplus		
	Retained Earnings	Share options outstanding account	Total
As at April 1, 2024	**10,777.57**	**7.63**	**10,785.20**
Profit for the year	3,629.79	-	3,629.79
Other Comprehensive Income/(loss) (net)	(10.97)	-	(10.97)
Total comprehensive income	**3,618.82**	**-**	**3,618.82**
Share based payment	-	10.98	10.98
As at March 31, 2025	**14,396.39**	**18.61**	**14,415.00**
Profit for the year	4,248.24	-	4,248.24
Other Comprehensive Income/(loss) (net)	(3.34)	-	(3.34)
Total comprehensive income	**4,244.90**	**-**	**4,244.90**
Share based payment	-	10.74	10.74
As at March 31, 2026	**18641.29**	**29.35**	**18670.64**

Summary of material accounting policies.	2
Summary of critical accounting estimates and judgements	3

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Jinesh H Shah
Partner
Membership No: 125557

Date: April 27, 2026
Place: Pune

For and on behalf of the Board of Directors of Thermax Onsite Energy Solutions Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN: 10831177

Khushboo Bhatia
Director and CEO
DIN: 09019736

Akancha Bhadani
Company Secretary

Mandar Dandekar
Chief Financial Officer

Date: April 27, 2026
Place: Pune

Thermax Onsite Energy Solutions Limited

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

1. CORPORATE INFORMATION

Thermax Onsite Energy Solutions Limited ('the Company') is a public company incorporated and domiciled in India. The Company offers sustainable solutions, essentially renewable in nature, for utilities namely steam, heat, chilled water (Cooling), Water and Wastewater, Power and Combined Heat and Power, through outsourced utility delivery services based on the Build-Own-Operate/Transfer (BOO/T) business model. The Company currently only caters to the domestic market. The address of its registered office is Thermax House, 14, Mumbai Pune Road, Wakdewadi, Pune, India - 411003. The CIN of the Company is U40109PN2009PLC134659. These financial statements were approved for issue in accordance with the resolution passed by the Board of Directors on April 27, 2026.

The financial statements once approved by the Board of directors needs to be adopted by the shareholders at the annual general meeting of the company. The Board of directors can withdraw and re-issue the financial statements so adopted only in specific cases such as non-compliance with the applicable accounting standards, with the approval of Tribunal, after following the appropriate procedure as per Companies Act 2013.

2. MATERIAL ACCOUNTING POLICIES

2.1. BASIS OF PREPARATION AND MEASUREMENT

(a) STATEMENT OF COMPLIANCE AND BASIS OF PREPARATION

The financial statements (""financial statements"" or "" financial statements have been prepared in accordance with the 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 (the Act) (as amended from time to time), (Ind AS compliant Sch III), as applicable to the financial statements.

The preparation of the financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are critical to the financial statements are disclosed in note 3.

(b) BASIS OF MEASUREMENT

The financial statements have been prepared on the accrual and going concern basis under historical cost convention except the following:

- Certain financial assets and liabilities is measured at fair value; and
- Defined benefit plans whereby the plan assets are measured at fair value.
- Equity settled ESOP at grant date fair value at each reporting date.

The accounting policies and related notes further describes the specific measurements applied for each of the assets and liabilities.

2.2. Changes in accounting policies and disclosures

a) New and amended standards adopted by the company

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1

As a result of the adoption of the amendments to Ind AS 1, the company changed its accounting policy for the classification of borrowings:

"Borrowings are classified as current liabilities unless, at the end of the reporting period, the company has a right to defer settlement of the liability for at least 12 months after the reporting period.

Covenants that the company is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the company is required to comply with after the reporting period do not affect the classification."

This new policy did not result in a change in the classification of the company's borrowings. The company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

(b) Supplier Finance Arrangements –Amendments to Ind AS 7 and Ind AS 107

As a result of the adoption of the amendments to Ind AS 7 and Ind AS 107, the Company does not require any new disclosures as the Company does not have supplier finance arrangements.

(c) International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12

The company is not within the scope of the OECD Pillar Two Model Rules, as Pillar Two legislation has not yet been enacted in any of the jurisdictions in which the company operates.

(d) Lack of Exchangeability – Amendments to Ind AS 21

The amended Ind AS 21 have added requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use where it is not.

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

b) New standards or amendments not yet adopted

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants –

Amendments to Ind AS 1 - This amendment also includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, as outlined below.

Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8. The company does not expect this amendment to have an impact on its operations or financial statements.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

2.3 SUMMARY OF MATERIAL ACCOUNTING POLICIES

a. Current and non-current classification

An entity shall classify an asset as current when:

(i) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle

(ii) it holds the asset primarily for the purpose of trading

(iii) it expects to realise the asset within twelve months after the reporting period (other than for long-term projects), or

(iv) the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets shall be classified as non-current.

An entity shall classify a liability as current when:

(i) it expects to settle the liability in its normal operating cycle

(ii) it holds the liability primarily for the purpose of trading

(iii) the liability is due to be settled within twelve months after the reporting period (other than for long-term projects), or

(iv) it does not have the right at the end of the reporting period to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities shall be classified as non-current.

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

b) Foreign Currencies

The Company's financial statements are prepared in Indian Rupees (Rs.), which is also the functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit and Loss

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

c) Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date. The Company applies fair value measurement when an Ind AS requires or permits fair value measurement for disclosures about fair value measurements except for Ind AS which prescribe measurement and disclosures such as:

a) Share based payment transactions covered by Ind AS 102 - "Share based payments";

b) Leasing transactions covered by Ind AS 116 - "Leases".

In such cases, 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. In addition or further, fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Quantitative disclosures of fair value measurement hierarchy (note 31)
- Financial instruments (including those carried at amortised cost) (note 31)

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

(d) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss)
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash

flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to present subsequent changes in fair value in other comprehensive income.

At initial recognition, the Company measures a financial asset (excluding trade receivables which do not contain a significant financing component) at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instrument

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Company classifies its instruments:

Debt instrument at fair value through profit or loss (FVTPL)

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are provided in the following notes:

- Trade receivables - Refer note 7a;
- Loans - Refer note 7b;
- Investments - Refer note 6a and 6b;
- Other financial assets - Refer note 8b.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings or payables as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans, borrowings and financial guarantee contracts.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of profit and loss. Amortized cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortized cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on EIR. The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

e. Share based payments

In respect of stock options granted pursuant to the Company's Employee Stock Option Scheme, the Company recognises employee compensation expense, using the grant date fair value in accordance with Ind AS 102 - "Share Based Payment (SBP)", over the period over which the employees provide services. Employees (senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments.

The Company initially measures the cost of transactions with employees using using fair value of option granted using black scholes option pricing model to measure the cost of service received.

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model and the performance of the Company, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in note 23.

2.4 Climate-related matters

The company considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the company due to both physical and transition risks. Even though the Company believes its business model and products will still be viable after the transition to a low-carbon economy, climate-related matters increase the uncertainty in estimates and assumptions underpinning several items in the financial statements. Even though climate-related risks might not currently have a significant impact on measurement, the company is closely monitoring relevant changes and developments, such as new climate-related legislation.

3 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In the application of the company's accounting policies and preparation of financial statements, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the Financial Statements.

The areas involving critical estimates or judgements are:

a. Estimations used for fair value measurement (Refer note 31)

b. Estimations used for impairment of financial assets (Refer note 2.3.d)

c. Estimates and assumptions related to useful lives and impairment of Property, Plant and Equipment (PPE) (Refer note 4)

d. Estimates and assumptions for income taxes (Refer note 9)

e. Estimates and assumptions related to provisions (Refer note 18)

f. Estimates, judgments and assumptions used for revenue from operations (Refer note 20)

g. Estimates and judgements used for contingent liabilities (Refer note 28)

h. Judgements related to leasing arrangements (Refer note 34)

i. Judgements related to segment reporting (Refer note 35)

j. Estimations and assumptions used for impairment of investments in subsidiaries (Refer note 6a)

4 Property, plant and equipment

Accounting policy

Property, plant and equipment (PPE) are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All costs directly attributable to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance expenses are charged to the Statement of Profit and Loss during the financial year in which they are incurred.

Gains or losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Depreciation on PPE is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management. The Company depreciates each part of an item of property, plant and equipment separately if cost of the part is significant in relation to the total cost of the item or principle asset and useful life is materially different from the principle asset.

The management has estimated the useful lives of certain classes of assets in order to reflect the actual usage of the assets. The useful lives have been determined based on technical evaluation done by the management's expert which are lower than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The following useful lives are estimated by the management:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	7.5 to 10	15 to 20
Office equipment	15	15
Computers and data processing units	4 to 6	3 to 6
Vehicles	5	8

The assets residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Estimates and assumptions:

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment and intangible assets for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the useful lives periodically and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Accounting Policy

Impairment of PPE

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognised in the Statement of Profit or Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase, if applicable.

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts.

Estimates and assumptions

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from the budget for the next five years as approved by the Management and do not include restructuring activities

that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the terminal growth rate used.

a. PROPERTY, PLANT AND EQUIPMENT

Particulars	Plant and equipment	Office equipment	Computer & data processing unit	Vehicles	Total	Capital Work in Progress
Gross carrying amount as at April 1, 2024*	**331.10**	**21.46**	**97.00**	**27.94**	**477.50**	**18.25**
Additions	-	-	-	-	-	74.18
Transfer	35.05	16.55	40.83	-	92.43	(92.43)
Disposals/discards	(1.38)	(0.48)	-	-	(1.86)	-
Gross carrying amount as at March 31, 2025	**364.77**	**37.53**	**137.83**	**27.94**	**568.07**	**-**
Additions	-	-	-	-	-	38.52
Transfer	-	3.85	7.01	-	10.86	(10.86)
Disposals/discards	-	-	(2.78)	-	(2.78)	-
Gross carrying amount as at March 31, 2026	**364.77**	**41.38**	**142.06**	**27.94**	**576.15**	**27.66**
Closing accumulated depreciation as at April 1, 2024*	**81.89**	**4.97**	**48.72**	**3.51**	**139.09**	**-**
Charge for the year	42.12	1.76	19.99	5.30	69.17	-
Disposals/discards	(1.31)	(0.41)	-	-	(1.72)	-
Closing accumulated depreciation as at March 31, 2025	**122.70**	**6.32**	**68.71**	**8.81**	**206.54**	**-**
Charge for the year	40.10	2.49	24.77	5.31	72.67	-
Disposals/discards	-	-	(2.64)	-	(2.64)	-
Closing accumulated depreciation as at March 31, 2026	**162.80**	**8.81**	**90.84**	**14.12**	**276.57**	**-**
Net Block as at March 31, 2026	**201.97**	**32.57**	**51.22**	**13.82**	**299.58**	**27.66**
Net Block as at March 31, 2025	**242.07**	**31.21**	**69.12**	**19.13**	**361.53**	**-**

*The Company had elected to continue with the carrying value of property, plant and equipment as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed cost on the date of Ind AS transition (i.e. April 1, 2015). The Company has disclosed the gross block and accumulated depreciation above, for information purpose only.

See note 28(B) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

The Company has not given any PPE as security against any borrowings or credit facility and does not have any charges against PPE.

b. Capital work in progress* ('CWIP')

Accounting Policy

The company recognises capital work in progress at cost, net of accumulated impairment loss, if any.

Ageing of Capital work-in-progress (CWIP) #:

Description		Amount in CWIP for a period of			
		Less than 1 year	1-2 years	2-3 years	Total
Project-in-progress	March 31,2026	27.66	-	-	27.66
	March 31,2025	-	-	-	-

For CWIP, there are no assets whose completion date is overdue or exceeded its cost as compared to its original plan for the year ended and as at March 31, 2026 and March 31, 2025.

5 Intangible Assets

Accounting policy

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Development costs for internally generated intangibles that are directly attributable to the design and testing of identifiable and unique intangible controlled by the Company are recognised as intangible assets where the following criteria are met:

- it is technically feasible to complete the intangible asset so that it will be available for use
- management intends to complete the intangible asset and use or sell it
- there is an ability to use or sell the intangible asset
- it can be demonstrated how the intangible asset will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the intangible asset are available, and
- the expenditure attributable to the intangible asset during its development can be reliably measured.

The cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of intangible assets. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Amortization of the asset begins when development is complete and the asset is available for use. It is amortized on a straight-line basis over the period of expected future benefit from the related project, i.e., the estimated useful life subject to a maximum of ten years. Amortization is recognized in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset. During the period of

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

development, the asset is tested for impairment annually.

The following useful lives are adopted by the management:

Asset category	Life (years)
Computer software	4 to 6

Particulars	Computer Software	Total
Gross carrying amount as on April 01, 2024*	**14.70**	**14.70**
Additions	-	-
Gross carrying amount as on March 31, 2025	**14.70**	**14.70**
Additions	-	-
Disposals/discards	-	-
Gross carrying amount as on March 31, 2026	**14.70**	**14.70**
Closing accumulated amortisation as at April 01, 2024*	**13.92**	**13.92**
Charge for the year	0.78	0.78
Closing accumulated amortisation as at March 31, 2025	**14.70**	**14.70**
Charge for the year	-	-
Disposals/discards	-	-
Closing accumulated amortisation as at March 31, 2026	**14.70**	**14.70**
Net Block as at March 31, 2026	**-**	**-**
Net Block as at March 31, 2025	**-**	**-**

*The Company had elected to continue with the carrying value of property, plant and equipment and intangible assets as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed cost on the date of transition to Ind AS (i.e. April 1, 2015). The Company has disclosed the gross block and accumulated amortisation above, for information purpose only.

6(a) Investments in subsidiaries

Accounting policy

Investments in subsidiaries are carried at cost less accumulated impairment losses in the Company's balance sheet. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in the Statement of Profit and Loss.

Impairment

Investment in subsidiaries are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

Estimates and assumptions

The Company performs impairment assessment of investments by making an estimate of the recoverable amount, being the higher of fair value less costs to sell and its value in use which is then compared with the carrying value. An impairment loss is recognised in the Statement of Profit and Loss to the extent the carrying value of an asset exceeds the recoverable amount. The value in use of these investments is determined using discounted cash flow model (DCF model) requiring various assumptions and judgements. These include future cashflows and growth rate assumptions, discount rate, terminal growth rate and other economic and entity specific factors which are incorporated in the DCF model. The estimated cash flows are developed using internal forecasts.

Particulars	Face value per share	Number of units		Amount	
		As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Investments in Equity Instruments:					
Investments valued at cost (Fully Paid)					
Equity Shares in Subsidiaries (Unquoted)					
Enernxt Private Limited	Rs. 10	33,629,999	23,629,999	3,363.00	2,363.00
Thermax Energy and Environment Lanka (Private) Limited*	LKR 10	83,313,367	83,313,367	2,935.81	2,935.81
Total investments in subsidiaries (net)				**6,298.81**	**5,298.81**
Aggregate amount of quoted investments and its market value thereof				-	-
Aggregate amount of unquoted investments				6,298.81	5,298.81
Aggregate amount of impairment in the value of investments				-	-

*During the financial year 2023-24, the company had received Rs. 3,600 from Holding Company through right issue on July 17, 2023 for the purpose of investment in Thermax Energy and Environment Lanka (Private) Limited.

6 (b) Current investments

Particulars	Amount	
	As at March 31, 2026	As at March 31, 2025
Investments at Fair value through Profit and Loss		
Investment in Mutual Funds (Quoted)		
Nil (March 31, 2025: 10,855.092) units of Tata Money Market Fund - Reg - Growth	-	502.86
1,72,246.325 (March 31, 2025: 1,53,720.622) units of ABSL Money Manager Fund - Reg - Growth	666.12	558.11
15,676.372 (March 31, 2025: 8,963.710) units of HDFC Money Market Fund - Reg - Growth	936.76	502.70
33,902.37 (March 31, 2025: Nil) units of Axis Money Market Fund - Reg - Growth	507.38	-
77,388.563 (March 31, 2025: Nil) units of ICICI Pru Money Market Fund - Reg - Growth	307.09	-
18,260.434 (March 31, 2025: 14,407.837) units of UTI Money Market Fund - Reg - Growth	588.95	435.80
Total current investments	**3,006.30**	**1,999.47**
Aggregate amount of quoted investments and its market value thereof	3,006.30	1,999.47
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment in the value of investments	-	-

Investments at fair value through profit or loss reflect investment in quoted debt securities. Refer note 31 for determination of their fair values.

7 (a) Trade receivables - carried at amortised cost

(i) Accounting policy - Trade Receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business and reflect the Company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(ii) Accounting policy - Expected Credit Loss:

To measure the expected credit losses, trade receivables including unbilled receivables have been grouped based on shared credit risk characteristics and the days past due. A unbilled receivable represents the Company's right to consideration in exchange for goods or services that the entity has transferred to a customer and billing is pending merely due to the passage of time; and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Company has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the unbilled revenue.

Credit risk on trade receivables are managed by the Company subject to it's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and credit limits are defined in accordance with this assessment. Moreover, given the diverse nature of the Company's businesses, trade receivables are spread over a number of customers with no significant concentration of credit risk.

For trade receivables, as a practical expedient, the Company computes credit loss allowance based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables is adjusted for forward-looking estimates.

Trade receivables are written off where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company, and a failure to make contractual payments for a period of greater than 365 days past due.

Impairment losses on trade receivables are presented as expected credit loss in the Statement of Profit and Loss. Subsequent recoveries of amounts previously written off are credited against the same line item.

Estimates and Judgements

The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and timing of cash flows. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

As a practical expedient, the Company uses a provision matrix to determine ECL impairment allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. The Company follows provisioning norms based on ageing of receivables to estimate the impairment allowance under ECL.

The Company have no impairment allowance on Trade receivables as at March 31, 2026 and as at March 31, 2025.

	As at March 31, 2026	As at March 31, 2025
Trade receivables from:		
i) Related parties	262.64	107.20
ii) Others - unbilled^	1,141.97	912.81
iii) Others - billed	5,374.81	5,183.75
Total	**6,779.42**	**6,203.76**
Sub-classification of trade receivables		
Secured, considered good	-	-
Unsecured, considered good	6,779.42	6,203.76
Trade receivables which have a significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
	6,779.42	**6,203.76**
Less: Impairment allowance	-	-
Total	**6,779.42**	**6,203.76**

^The receivable is 'unbilled' because the company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration. Unbilled receivable also includes unbilled related party balances of Rs. 14.60 (March 31, 2025: Nil).

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 receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

All outstanding balances are unsecured and repayable in cash. Trade receivables are non-interest bearing and are normally settled on credit terms of 4 to 30 days.

For the terms and conditions of related party transactions refer note 30.

The ageing of trade receivables:

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026								
(i) Undisputed trade receivables-considered good	1,141.97	3,178.50	2,452.85	6.10	-	-	-	6,779.42
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables-credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed trade receivables-considered good	-	-	-	-	-	-	-	-
(v) Disputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed trade receivables- credit impaired	-	-	-	-	-	-	-	-
Total	**1,141.97**	**3,178.50**	**2,452.85**	**6.10**	**-**	**-**	**-**	**6,779.42**
Less: impairment allowance	-	-	-	-	-	-	-	-
Total	**1,141.97**	**3,178.50**	**2,452.85**	**6.10**	**-**	**-**	**-**	**6,779.42**

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2025								
(i) Undisputed trade receivables-considered good	912.81	3,059.26	2,139.67	92.02	-	-	-	6,203.76
(ii) Undisputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables-credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed trade receivables-considered good	-	-	-	-	-	-	-	-
(v) Disputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed trade receivables- credit impaired	-	-	-	-	-	-	-	-
Total	**912.81**	**3,059.26**	**2,139.67**	**92.02**	**-**	**-**	**-**	**6,203.76**
Less: impairment allowance	-	-	-	-	-	-	-	-
Total	**912.81**	**3,059.26**	**2,139.67**	**92.02**	**-**	**-**	**-**	**6,203.76**

7 (b) Loans at amortised cost

	Non Current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good				
Loan to related parties*	883.34	193.34	158.85	8.73
Less: Loss allowance	**-**	**-**	**-**	**-**
Total	**883.34**	**193.34**	**158.85**	**8.73**
Classification of above is as follows:				
Loans receivables - Considered good - Secured	-	-	-	-
Loans receivables - Considered good - Unsecured	883.34	193.34	158.85	8.73
Loans receivables which have significant increase in credit risk	-	-	-	-
Loans receivables - Credit impaired	-	-	-	-
Total	**883.34**	**193.34**	**158.85**	**8.73**

*includes accrued interest of Rs. 45.52 (March 31, 2025 Rs. 2.07)

The particulars of loans are disclosed below as required by Sec 186(4) of the Act:

The loan is given for subsidiary's principle business activities (manufacture and supply of Bio CNG Gas). The tenure of loan is for 72 months (including moratorium period of 12 months) payable quarterly along with accumulated interest accrued at a rate of 1.85% + 3 months T-bill.

The interest rate is based on comparative quotes taken from banks on a case to case basis.

No loans are due from directors or Key Managerial Personnel of the Company either severally or jointly with any other person or firms or from private companies in which any director is a partner, a director or a member respectively.

Refer note 30 for related party disclosures

8 (a) Lease receivable

	Non Current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good				
At amortized cost				
Finance lease receivables*	22,226.01	20,134.20	3,392.71	2,830.88
Total	**22,226.01**	**20,134.20**	**3,392.71**	**2,830.88**

* Lease receivables amounting to Rs. 22,592.81 (March 31, 2025 Rs. 19,712.76) have been hypothecated against borrowings. Refer note 15.

Refer note 34 for disclosure under Ind AS 116 Leases.

8 (b) Other financial assets - amortised cost

Particularss	Non Current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good				
At amortized cost				
Security deposits	7.01	5.73	-	-
Other amount recoverable*	-	-	26.14	95.39
Total	**7.01**	**5.73**	**26.14**	**95.39**

*Recovery of expenses from subsidiary. Refer note 30 for related party disclosures.

9 Income Taxes

Accounting policy

Tax expense comprises current tax expense and deferred tax.

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity, in correlation to the underlying transaction.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible

temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss) and does not give rise to equal taxable and deductible temporary differences.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity), in correlation to the underlying transaction.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The Company applies significant judgement in identifying uncertainties over income tax treatments.

Estimates and assumptions

Recoverability of Deferred tax assets:

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

The major components of income tax expense for the year ended March 31, 2026 and March 31, 2025 are:

Statement of profit and loss

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax	1,533.50	1,114.68
Deferred tax	(15.31)	141.30
Income tax expense reported in the statement of profit and loss	**1,518.19**	**1,255.98**

Other comprehensive income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Tax related to items recognised in other comprehensive income during the year		
Net (gain) or loss on remeasurements of defined benefit plans	(1.12)	(3.69)
Deferred tax credited in other comprehensive income	**(1.12)**	**(3.69)**

Current tax expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax on profits for the year	1,533.50	1,114.68
Total current tax expense	**1,533.50**	**1,114.68**

Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Accounting profit before tax	5,766.43	4,885.77
At India's statutory income tax rate (as per Income Tax Act, 1961) of 25.17% (March 31, 2025: 25.17%)	1,451.41	1,229.75
Other differences (includes differences on account of CSR disallowances etc.)	66.78	26.23
Effective tax	**1,518.19**	**1,255.98**
Total tax expense reported in the statement of profit or loss	**1,518.19**	**1,255.98**

Deferred tax

Statement of Profit and Loss and OCI

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Deferred tax relates to the following :		
Consequence of differences in tax base of assets and finance lease receivables	(130.39)	(183.79)
On unearned revenue*	94.76	133.56
Others (mainly includes impact on account of disallowances under section 43B of the Income-tax Act, 1961)	52.06	(87.37)
Deferred tax (expense)/income in the Statement of Profit and Loss and OCI	**16.43**	**(137.60)**

Balance sheet

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax relates to the following :		
Consequence of differences in tax base of assets and finance lease receivables	(722.18)	(591.79)
On unearned revenue*	741.49	646.73
Others (mainly includes impact on account of disallowances under section 43B of the Income-tax Act, 1961)	163.93	111.87
Net deferred tax assets	**183.24**	**166.81**

*includes revenue remaining unearned for the portion attributable to maintenance of leased equipment constructed at customer premises under finance lease arrangements.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

Reconciliation of deferred tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance as at April 01	166.81	304.42
Tax (expense) / income during the period recognised in profit or loss	15.31	(141.30)
Tax (expense)/income during the period recognised in other comprehensive income - Items that will not be reclassified subsequently to profit or loss	1.12	3.69
Closing balance as at March 31	**183.24**	**166.81**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

No income tax was recognised directly in equity during the year ended March 31, 2026 & March 31, 2025. Refer note 14 for further details.

Income Tax Assets/Liabilities for income tax:

Movement in tax liabilities	As at March 31, 2026	As at March 31, 2025
Opening balance as at April 01	406.55	(202.52)
Add/(less): Tax payable for the year	(1,533.50)	(1,114.68)
Add: Taxes paid (net of refunds received)	1,481.00	1,723.75
Closing balance as at March 31	**354.05**	**406.55**

The above balance is represented in the balance sheet as below:

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax asset - non current	173.03	408.03
Income tax asset - current	236.61	-
Liabilities for income tax (net) - current	55.59	1.48

10 Other assets

Particulars	Non Current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Unsecured considered good				
Balances with government authorities	-	-	1,151.63	949.77
Advances to suppliers	248.29	252.34	230.35	75.78
Advances to staff and workers	-	-	18.63	21.78
Advance to related parties	-	-	1,000.66	199.36
Prepaid expenses	101.55	99.65	26.74	94.52
Total	**349.84**	**351.99**	**2,428.01**	**1,341.21**

There were no advances due from directors or officers of the Company or any of them severally or jointly with any other persons or amounts due from firms or private companies respectively in which such director is a partner, director or a member.

For terms and conditions relating to advances given to related parties, refer note 30

11 Inventories

Accounting policy

Raw materials and components, stores and spares, work in progress, stock-in-trade and finished goods are stated at the lower of cost and net realisable value. Cost of raw materials and components and stores and spares and stock-in-trade comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Costs of all classes of inventories are determined on weighted average basis. Write down of inventories is calculated based on an analysis of foreseeable changes in demand, technology, market conditions and ageing of inventories.

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials#	963.19	715.72
Stores and spares#	342.74	186.64
Work in progress^*@	3,755.36	5,300.37
Total	**5,061.29**	**6,202.73**

* Includes purchase of machinery and other components which are to be leased to customers under finance lease arrangements.

^Inventory amounting to Rs. Nil (March 31, 2025 Rs. 4,976.92) has been hypothecated against borrowings. Refer note 15.

#Inventory amounting to Rs. 1,305.93 (March 31, 2025 Rs. 902.36) has been hypothecated against working capital facility.

@Includes goods in transit of Rs. 547.40 (March 31,2025: Rs. 10.5)

12 (a) Cash and cash equivalents

Accounting policy

Cash and cash equivalents in the balance sheet comprise of cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts as they are considered an integral part of the Company's cash management. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- in current accounts	116.72	620.97
Total	**116.72**	**620.97**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and previous periods.

12 (b) Changes in liabilities arising from financing activities

Particulars	Borrowings
As on April 1, 2024	11,958.29
Cash flow	(1,361.46)
Interest expense (including borrowing cost capitalised)	957.26
Interest paid	(992.68)
As on March 31, 2025	**10,561.41**
Cash flow	(2,610.37)
Interest expense (including borrowing cost capitalised)	693.06
Interest paid	(709.01)
As on March 31, 2026	**7,935.09**

13 Share capital

Accounting policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Particulars	As at March 31, 2026	As at March 31, 2025
Authorized shares (Nos)		
150,000,000 (March 31, 2025: 150,000,000) equity shares of Rs. 10/- each.	15,000.00	15,000.00
	15,000.00	**15,000.00**
Issued, subscribed and fully paid share capital (Nos)		
108,280,000 (March 31, 2025: 108,280,000) equity shares of Rs. 10/- each fully paid up	10,828.00	10,828.00
Total issued, subscribed and fully paid-up share capital	**10,828.00**	**10,828.00**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

Particulars	No. of Shares	Amount
Equity share of Rs. 10 each issued, subscribed and fully paid		
As at April 01, 2024	108,280,000	10,828.00
Changes during the year	-	-
As at March 31, 2025	**108,280,000**	**10,828.00**
Changes during the year	-	-
As at March 31, 2026	**108,280,000**	**10,828.00**

(b) Terms/ rights attached to equity shares

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

(c) Equity share capital held by holding company

Particulars	As at March 31, 2026	As at March 31, 2025
Thermax Limited*		
108,280,000 (March 31, 2025: 108,280,000) equity shares of Rs. 10/- each fully paid up	10,828.00	10,828.00

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at March 31, 2026	As at March 31, 2025
Thermax Limited*		
%	100.00	100.00
No. of shares	108,280,000	108,280,000

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 the legal ownerships of shares.

*Includes 6 shares (March 31, 2025: 6 shares) held by nominee shareholders.

(e) There were no issue of bonus shares/buy back of shares/issue of shares for consideration other than cash during the period of five years immediately preceding the reporting date.

(f) All other notes mandated by Schedule III are not applicable to the Company.

14 Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
Reserves and Surplus		
Retained earnings		
Opening balance	14,396.39	10,777.57
Add: Profit for the year	4,248.24	3,629.79
Movement during the year	**4,248.24**	**3,629.79**
Items of other comprehensive income recognised directly in retained earnings:		
Re-measurements (loss) on defined benefit plans (net of tax)	(3.34)	(10.97)
Net surplus in the statement of profit and loss	**18,641.29**	**14,396.39**
Share options outstanding account		
Opening balance	18.61	7.63
Add: Share based payments	10.74	10.98
Closing balance	**29.35**	**18.61**
Total Reserves and Surplus	**18,670.64**	**14,415.00**

Retained earnings

Retained earnings are profits/(loss) that the Company has earned/ incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings also include re-measurement loss/(gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Share options outstanding account

The company has established equity settled share based payment plan issued by Parent Company for certain categories of employees of the Company (refer note 23)

15(a) Non-current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
At amortized cost		
Secured		
Loan from bank*	7,935.09	10,561.41
(Less) : Current maturities of long term borrowings	(2,326.98)	(2,639.79)
Total	**5,608.11**	**7,921.62**

15(b) Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Current maturities of non-current borrowings**	2,326.98	2,639.79
Total	**2,326.98**	**2,639.79**

*Loan from bank carries an effective interest rate ranging between 6.40% - 8.40% (March 31, 2025 : 8.17% - 9.48%). The loan has been availed for 60 to 84 months and it is repayable in 48 to 72 monthly instalments along with interest, from the date the moratorium period ends. The loan has a moratorium period of 12 months for repayment of principal. The loan is secured by first charge on plant and machinery leased to customers under finance lease receivable, and inventory work in progress, an escrow of cashflow for the specific project for which such facility was availed.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

**Current borrowings include interest accrued on current and non-current borrowings.

The Company was in compliance with all of its debt covenants for outstanding borrowings for both years.

16 Trade Payables at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables		
Total outstanding dues of micro enterprises and small enterprises	2,832.62	1,646.49
Total outstanding dues of creditors other than micro enterprises and small enterprises		
(i) Related Parties (refer note 30)	1,486.12	328.95
(ii) Others	1,133.15	919.99
	2,619.27	**1,248.94**
Total	**5,451.89**	**2,895.43**

For terms and conditions relating to related party receivables, refer note 30.

Trade payables are non-interest bearing and are normally settled on credit terms of 7 to 30 days.

Details of dues to micro enterprises and small enterprises as defined under The Micro, Small and Medium enterprises Development (MSMED) Act 2006

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		
-Principal amount outstanding (whether due or not) to micro and small enterprises*	2,751.24	1,575.79
-Interest due thereon	0.26	0.86
ii) The amount of interest paid by the Company 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	-	-
iii) The amount of payment made to the supplier beyond the appointed day during the year	2,595.46	705.89
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	10.43	21.34
v) The amount of interest accrued and remaining unpaid at the end of each accounting year	10.68	22.20
vi) 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	81.38	70.70

* Information in this regard is on basis of intimation received, on requests made by the Company, with regards to registration of vendors under the MSMED Act, 2006.

The ageing of current trade payables which are due for payment :

Particulars	Unbilled*	Not Due	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026							
(i) Undisputed dues-Micro enterprises and small enterprises	472.21	2,265.60	81.16	12.86	0.79	-	**2,832.62**
(ii) Undisputed dues-Other than micro enterprises and small enterprises	509.49	1,904.75	102.19	44.51	28.04	30.29	**2,619.27**
(iii) Disputed dues-Micro enterprises and small enterprises	-	-	-	-	-	-	**-**
(iv) Disputed dues-Other than micro enterprises and small enterprises	-	-	-	-	-	-	**-**
Total	**981.70**	**4,170.35**	**183.35**	**57.37**	**28.83**	**30.29**	**5,451.89**

Particulars	Unbilled*	Not Due	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2025							
(i) Undisputed dues-Micro enterprises and small enterprises	321.56	835.25	471.35	10.37	-	7.96	**1,646.49**
(ii) Undisputed dues-Other than micro enterprises and small enterprises	292.86	484.02	339.06	-	100.13	32.87	**1,248.94**
(iii) Disputed dues-Micro enterprises and small enterprises	-	-	-	-	-	-	**-**
(iv) Disputed dues-Other than micro enterprises and small enterprises	-	-	-	-	-	-	**-**
Total	**614.42**	**1,319.27**	**810.41**	**10.37**	**100.13**	**40.83**	**2,895.43**

* Unbilled trade payables includes accruals which are not classified as provisions under IND AS 37 “Provisions, Contingent Liabilities and Contingent Assets”

17 Other financial liabilities

Particulars	Non Current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
At amortized cost				
Trade deposits*	2,749.08	2,132.16	1.00	1.00
Employee related payables	-	-	631.48	568.59
Total	**2,749.08**	**2,132.16**	**632.48**	**569.59**

*Including deposits payable to related parties. Refer note 30 for related party disclosures.

18 Provisions

Accounting policy

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required

to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

For provision for leave encashment and gratuity - Refer note 29

Refund liabilities: A refund liability is recognised for the obligation to refund some or all of the consideration received (or receivable) from the customer. The Company's refund liabilities arise from customers' contractual right to receive share of savings in fuel cost and volume rebates. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity (refer note 29)	41.84	10.91
Provision for leave encashment	129.30	107.77
	171.14	**118.68**
Other provisions		
Refund liabilities*	234.70	260.01
	234.70	**260.01**
Total	**405.84**	**378.69**

*Represents the provision made for the savings in the fuel costs which will be passed on to the customer.

Movement in provisions for refund liabilities	For the year March 31, 2026	For the year March 31, 2025
Balance as at April 1	260.01	195.54
Additional provision recognised	182.77	153.16
Utilised during the year	(208.08)	(88.69)
Balance as at March 31	**234.70**	**260.01**

19 Other liabilities

Accounting policy

Contract liabilities: A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company satisfies the performance obligation. Contract liabilities are recorded in balance sheet as unearned revenue or customer advances as the case may be.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 20.

Particulars	Non Current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Advance lease rentals	1,574.97	1,299.52	280.68	233.16
Unearned revenue (Contract liabilities)*	2,336.66	2,117.49	609.26	451.96
Statutory dues and other liabilities**	-	-	124.39	339.69
Total	**3,911.63**	**3,417.01**	**1,014.33**	**1,024.81**

*includes revenue remaining unearned for the portion attributable to maintenance of leased equipment constructed at customer premises under finance lease arrangements.

** includes payable for tax deducted at source, provident fund, professional tax and goods and services tax.

20 Revenue from operations

Accounting policy

Revenue from contract with customer:

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory risks. The Company collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

The Company has following stream of Revenue:

The Company has revenue from supply of sustainable solutions, essentially renewable in nature, for utilities namely steam and water and wastewater through outsourced utility delivery services based on the Build-Own-Operate/Transfer (BOO/T) business model.

The Company assesses for the timing of revenue recognition in case of each distinct performance obligation. The Company first assesses whether the revenue can be recognized over a period of time if any of the following criteria is met:

(a) The customer simultaneously consumes the benefits as the Company performs; or

(b) The customer controls the work-in-progress; or

(c) The Company's performance does not create an asset with alternative use to the Company and the Company has right to payment for performance completed till date.

The Company identifies distinct performance obligations in each contract. The Company allocates the transaction price to each performance obligation on a relative stand-alone selling price basis by determining the stand-alone selling price at contract inception of the distinct good or service underlying each performance obligation in the contract and allocates the transaction price in proportion to those stand-alone selling prices. Since the consideration is inclusive of the lease component, the stand-alone selling price is not directly observable. Hence, the Company estimates the standalone selling price by considering all the information (including market conditions, entity-specific factors and information about the customer or class of customer) that is reasonably available to the Company.

Revenue from sale of utilities is recognised at the point in time when control of the asset is transferred to the customer, generally on supply of the utilities. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates. The Company has identified maintenance of leased assets as separate performance obligation. Revenue for such obligation is recognised over the period in which the service is provided based on the actual expenditure incurred.

Rights of return

The Company uses the expected value method to estimate the variable consideration given the large number of contracts that have similar characteristics. The Company then applies the requirements on constraining estimates of variable consideration in order to determine the amount of variable consideration that can be included in the transaction price. A refund liability is recognised for the goods that are expected to

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

be passed on. A right of return asset (and corresponding adjustment to cost of sales) is also recognised for the right to recover the goods from a customer.

Revenue where the company as a Lessor

Revenue from sale of utilities is recognised at the point in time when control of the asset is transferred to the customer, on supply of the utilities. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Estimates and judgements

Maintenance cost against unearned revenue

These costs are provided based on a technical estimate of the costs required to be incurred for comprehensive repairs & maintenance cost and allied material and servicing cost of machinery installed at customer site. Management estimates the related provision for future comprehensive repairs & maintenance cost based on historical incurred cost information, as well as recent trends that might suggest that past cost information may differ from future claims. The assumptions made in current period are consistent with those in the prior year. Factors that could impact the estimated claim information include the success of the Company's productivity and quality initiatives. Refer note 19 for further details.

a) Revenue from operations :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contracts with customers		
Sale of products	48,518.04	43,789.48
Sale of leased assets *	5,749.23	9,233.09
Sale of traded goods	54.77	-
Finance income on leased assets	3,158.47	2,812.78
	57,480.51	**55,835.35**
Other operating revenue		
Sale of scrap	17.28	18.70
Amortisation of prepaid lease rental	297.89	177.52
	315.17	**196.22**
Revenue from operations (Net)	**57,795.68**	**56,031.57**

* pertains to sale of equipment to customers under finance lease arrangements.

b) Disclosure pursuant to Ind AS 115: Revenue from contracts with customers:

i) Revenue by category of contracts:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Over a period of time basis	525.31	579.77
At a point-in-time basis	53,796.73	52,442.80
Total revenue from contracts with customers	**54,322.04**	**53,022.57**

ii) Revenue by geographical market:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Within India	57,795.68	56,031.57
Revenue from operations (net)	**57,795.68**	**56,031.57**

iii) Contract balances:

The following table provides information about contract balances from contracts with customers as at the reporting date:

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables (including unbilled revenue) (note 7)	6,779.42	6,203.76
Non current unearned revenue (Contract liability) (note 19)	2,336.66	2,117.49
Current unearned revenue (Contract liability) (note 19)	609.26	451.96

The contract liabilities relate to unearned revenue where performance obligations are yet to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised, with no impact on the Company's cash positions on specific projects.

iv) Revenue recognised in the reporting period that was included in the contract liabilities balance at the beginning of the year:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Unearned revenue (Contract liability)	525.31	579.77

v) Changes in unearned revenue (contract liability) for the year:

The explanation of the significant changes in the unearned balances during the reporting year is presented in the table below:-

Particulars	As at March 31, 2026	As at March 31, 2025
Opening unearned revenue (refer note 19)	**2,569.45**	**2,038.88**
-Revenue unearned for the portion attributable to maintenance of leased assets constructed at customer premises under finance lease arrangements	901.78	1,110.34
-Revenue recognised that was included in the unearned revenue balance at the beginning of the period	(525.31)	(579.77)
Closing unearned revenue (refer note 19)	**2,945.92**	**2,569.45**

vi) Unsatisfied performance obligations:

The following table includes unsatisfied performance obligations resulting from long term lease contracts.

Particulars	As at March 31, 2026	As at March 31, 2025
Amount of revenue yet to be recognised for performance obligations remaining to be completed*	54,358.32	52,436.27

*The Company has disclosed remaining performance obligation expected to be fulfilled in next 12 months. However, the contracts with customers for supply of utilities are for a longer period.

vii) Reconciliation between revenue recognised in Statement of profit and loss and contract price:

There is no significant variation between revenue recognised in Statement of profit and loss and contract price except price variation claims, which are considered to be part of contract price.

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(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

21 Other income

Accounting policy

(i) Interest income

For all debt instruments measured at amortized cost, interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in other income in the Statement of Profit and Loss.

(ii) Dividend

Dividend recognised when the company's right to receive payment is established.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income from financial assets carried at amortised cost		
Loans to subsidiaries (Refer note 30)	43.45	2.07
Others	-	21.96
Dividend income from equity instruments carried at amortised cost	93.82	-
Fair value gain on financial instrument at fair value through profit and loss (net)	85.39	34.27
Net gain on sale of mutual funds	150.47	85.86
Miscellaneous income	64.06	58.58
Total	**437.19**	**202.74**

22(a) Cost of raw material and components consumed

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year	715.72	498.40
Add: Purchases *	40,948.91	35,747.02
	41,664.63	**36,245.42**
Less: Inventories at the end of the year	963.19	715.72
Total	**40,701.44**	**35,529.70**

* Includes purchase of machinery and other components which are used to construct plants which are leased to be leased to customers under finance lease arrangements.

22(b) Purchase of traded goods

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Purchases	49.55	-
Purchase of traded goods	**49.55**	**-**

22(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year		
Work in progress	5,300.37	11,939.30
Total (A)	**5,300.37**	**11,939.30**
Inventories at the end of the year		
Work in progress	3,755.36	5,300.37
Total (B)	**3,755.36**	**5,300.37**
Changes in inventories of work-in-progress and traded goods Total (A-B)	**1,545.01**	**6,638.93**

23 Employee benefits expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and bonus	2,130.13	1,943.00
Contribution to provident and other funds (refer note 29)	112.76	98.13
Gratuity expense (refer note 29)	39.62	24.85
Staff welfare expenses	56.00	38.77
Share based payment expenses	10.74	10.98
Total	**2,349.25**	**2,115.73**

Accounting policy

Employees Stock Option Plan 2021 (ESOP 2021)

The Parent Company approved Employee Stock Option Plan at their meeting in January 2022. Pursuant to this approval, the Parent Company instituted ESOP 2021 Plan in January 2022. The nomination and remuneration committee of the Parent Company administers this Plan. Each option carries with it the right to purchase one equity share of the Parent Company. The Options have been granted to employees of the Company at an exercise price that is not less than the face value of shares as on date of grant of such option. Option Granted under ESOP 2021 shall vest not earlier than minimum period of 1 (One) year and not later than maximum period of 3 (Three) years from the date of Grant. The vesting of the options is 33%, 33% and 34% of total options granted after end of first, second and third year respectively from the date of grant. The exercise period is 5 years from the date of vesting.

Number and weighted average exercise prices of options granted, exercised and cancelled/lapsed during the financial year

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of options	Weighted average exercise price per share (Rs.)	No. of options	Weighted average exercise price per share (Rs.)
Options outstanding at the beginning of the year	870	15.25	599	15.25
Granted during the year	296	15.25	271	15.25
Forfeited during the year	-	-	-	-
Exercised during the year	-	-	-	-
Lapsed during the year	-	-	-	-
Options outstanding at the end of year	1,166	15.25	870	15.25
Options exercisable at the end of the year	485	15.25	198	15.25

There were no options exercised during the year.

The weighted average remaining contractual life is as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Exercise price	Rs. 15.25 per share	Rs. 15.25 per share
Weighted average contractual life (years)	Ranging between 1.83 - 4.41	Ranging between 1.83 - 4.28
Number of options outstanding	1,166	870

The fair value of each option is estimated on the date of grant using Black-Scholes option pricing model with the following assumptions:

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Particulars	As at March 31, 2026	As at March 31, 2025
1. Exercise price per option (Rs.)	15.25	15.25
2. Price of underlying share in the market at the time of option grant	Ranging between 2,139.45 - 4,485.35	Ranging between 2,139.45 - 4,485.35
3. Weighted average fair value of options granted (Rs)	Ranging between 2,107.61 - 4,384.98	Ranging between 2,107.61 - 4,384.98
4. Expected life of the option (years)	3-5	3-5
5. Risk free interest rate (%)	Ranging between 6.41% - 7.56%	Ranging between 6.41% - 7.56%
6. Expected volatility (%)	Ranging between 12.86% - 15.01%	Ranging between 12.86% - 15.01%
7. Dividend yield (%)	Ranging between 0.47% - 0.48%	Ranging between 0.47% - 0.48%

The Company recorded an employee compensation cost of Rs. 10.74 (March 31, 2025 : Rs 10.98) in the Statement of Profit and Loss. The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility due to publicly available information.

24 Finance cost

Accounting Policy

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense		
On term loan	674.77	869.51
On delayed payment to micro enterprises and small enterprises	10.68	23.06
Unwinding of discount on security deposits	267.33	142.65
Total	**952.78**	**1,035.22**

The Company develops biomass boilers in regular course of business which are classified as qualifying asset. The term loans are taken to finance these projects. The amount of borrowing costs pertaining to such term loans capitalised during the year ended March 31, 2026 was Rs. 18.29 (March 31, 2025: Rs. 166.40). The borrowings are specific to each projects and are accordingly capitalised.

25 Depreciation and amortization expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment (note 4)	72.67	67.93
Amortization of intangible assets (note 5)	-	0.66
Total	**72.67**	**68.59**

26 (a) Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Consumption of stores and spares	717.67	523.76
Rates and taxes	45.51	9.46
Insurance	29.56	14.76
Repairs and maintenance		
Plant and machinery	8.75	129.50
Leased assets	525.31	562.93
Others	4.90	4.26
Travelling and conveyance	242.17	205.24
Legal and professional fees (includes payment to statutory auditor (refer note 26 (b))	159.72	178.34
Loss on discard of asset	0.14	0.52
Expenditure on Corporate Social Responsibility (refer note 26 (c))	69.36	49.20
Corporate cost allocation (refer note 30)*	510.03	374.00
Miscellaneous expenses (includes courier charges, bank charges, etc.)	193.93	168.28
Total	**2,507.05**	**2,220.25**

* This pertains to IT and administrative overhead allocated from holding company for common cost incurred.

(b) Payment to statutory auditors

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
As auditor:		
Audit fees	22.00	18.97
In other capacity:		
Certification fees	-	0.77
Reimbursement of expenses	2.00	0.97
Total	**24.00**	**20.71**

(c) Corporate Social Responsibility (CSR)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Gross amount required to be spent by the Company during the year	69.36	49.20
(b) Amount approved by Board to be spent during the year	69.36	49.20
(c) Amount spent during the year	69.36	49.20

During the year ended March 31, 2026	In Cash	Yet to spend in cash	Total
a.Construction/acquisition of any asset	-	-	-
b.On purposes other than (a) above ^	69.36	-	69.36
	69.36	**-**	69.36

During the year ended March 31, 2025			
a.Construction/acquisition of any asset	-	-	-
b.On purposes other than (a) above ^	49.20	-	49.20
	49.20	**-**	49.20

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(d) (Shortfall)/excess at the end of the year	-	-
(e) Total of previous years shortfall	-	-
(f) Reason for shortfall	NA	NA
(g) Nature of CSR activities	Education, Skill Development, Rural Development	Education, Skill Development, Rural Development
(h) Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard	69.36	49.20

^ The amount is contributed to Thermax Foundation, India (refer note 30) which is engaged in rural development and in education of economically underprivileged children by addressing social discrimination through affirmative actions, skill development and employability initiatives.

There is no provision for CSR expenditure as at March 31, 2026. There is no shortfall in contribution as at March 31, 2026 and March 31, 2025.

27 Earnings per share

Accounting policy

The Company presents the basic and diluted EPS data for its equity shares.

(i) **Basic EPS** is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year;

(ii) **Diluted EPS** is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares (which includes the various stock options granted to employees).

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net profit after tax attributable to the owners of the company	4,248.24	3,629.79
Weighted average number of equity shares of Rs.10/- each considered for calculating basic EPS (in units)	108,280,000	108,280,000
Weighted average number of equity shares of Rs.10/- each considered for calculating Diluted EPS (in units)	108,280,000	108,280,000
Basic Earning per share (in Rupees)	3.92	3.35
Diluted Earning per share (in Rupees)	3.92	3.35

28 Contingent liabilities and commitments:

(a) Contingent liabilities

Accounting policy

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent liabilities are reviewed at each reporting date.

Judgements

Tax and legal matters

The Company has received various orders and notices from tax authorities in respect of direct taxes and indirect taxes. The outcome of these matters may have a material effect on the financial position, results of operations or cash flows. Management regularly analyzes current information about these matters and provides provisions for probable losses including the estimate of legal expense to resolve such matters. In making the decision regarding the need for loss provisions, management considers the degree of probability of an unfavorable outcome and the ability to make a sufficiently reliable estimate of the amount of loss. The filing of a suit or formal assertion of a claim against the Company or the disclosure of any such suit or assertions, does not automatically indicate that a provision of a loss may be appropriate.

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Taxes:		
Income tax#	585.14	649.45
Goods and services tax	7.45	-
Service tax	82.37	82.37

Aforesaid amount is excluding interest of Rs. 265.34 as at March 31, 2026.

(b) Guarantees on behalf of subsidiary

The below guarantee has been issued for the purpose of various banking facilities for the subsidiary

Particulars	As at March 31, 2026	As at March 31, 2025
Corporate Guarantee issued to bank on behalf of subsidiary*	833.41	833.41

*Issued on behalf of Thermax Energy and Environment Lanka (Private) Limited

The Company has issued various guarantees for performance, advances, etc. which are not disclosed here as the probability of outflow for the same is considered remote and accordingly no amount has been disclosed here.

B) Capital and Other Commitments

Particulars	As at March 31, 2026	As at March 31, 2025
Capital commitment		
Commitment against purchase of machinery and other components which are to be leased to customers under finance lease arrangements	5,305.07	1,101.19

29 Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is Rs. 112.76 (March 31, 2025: Rs. 98.13).

"The Government of India has implemented 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, by consolidating 29 existing labour laws on 21 November 2025. The Ministry of Labour & Employment have published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in the regulations. The Labour Codes have

Notes to the Financial Statements for the year ended March 31, 2026
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prescribed a uniform definition of "Wages" to be used for the purpose of calculating employee benefits like gratuity and extending eligibility to fixed-term employees ("FTEs"). Under the Labour Codes, the base on which employee benefits are calculated has increased, which has resulted in increase in the Company's liability for employee benefits

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Code on Social Security, 2020, in line with the notification of the Labour Codes with effect from 21 November 2025. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is determined by an independent actuary (using the Projected Unit Credit method) at the end of each year. Any increase in gratuity liability arising due to implementation of Labour Codes in respect of past service cost is recognised immediately in the Statement of Profit and Loss, to the extent that the benefits are already vested, and is recognised over the vesting period in the Statement of Profit and Loss in respect of the unvested portion.

The Company makes annual contributions through trusts to a funded gratuity scheme administered by the Life Insurance Corporation of India (LIC).

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Statement of Profit and Loss in subsequent periods. Further also refer note 39."

Past service costs are recognised in the Statement of Profit and Loss on the earlier of:

(a) The date of the plan amendment or curtailment; and

(b) The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company presents the leave as a current liability in the balance sheet as it does not have an unconditional right to defer its settlement for 12 months after the reporting date. However, based on past experience and actuarial valuation performed, the Company does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months. Leave obligations which are not expected to be settled within the next 12 months amounts to Rs. 107.36 (March 31, 2025 : 91.04).

Estimates and assumptions

Defined benefit plan - Gratuity: The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. Further, another important parameter is salary considered while assessing the definition of "wages" as given in The Code on Social Security, 2020. The mortality rate is based on Indian Assured Lives Mortality (2012-14) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

The Company operates a defined benefit plan viz. gratuity for its employees. Under the gratuity plan, every employee who has completed at least specified years of service gets a gratuity on departure at 15 days (minimum) of the last drawn salary for each completed year of service. The scheme is funded with an insurance company. The fund has formed a trust and it is governed by the Board of Trustees.

The fund is subject to risks such as asset volatility, changes in assets yields and asset liability mismatch risk. In managing the plan assets, Board of Trustees review and manage these risks associated with the funded plan. Each year, the Board of Trustees reviews the level of funding in the gratuity plan. Such a review includes asset-liability matching strategy and investment risk management policy (which includes contributing to plans that invest in risk-averse markets). The Board of Trustees aim to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise.

The Company has considered a proposed restructuring of its employees compensation, and assessed the impact of the changes, consistent with the Labour Codes, the draft rules, FAQs and opinion obtained from the Company's advisors. In accordance with IND AS 19 and the FAQs issued by ICAI, the changes to gratuity benefit resulting from the Labour Codes are treated as past service costs and accordingly, the increase in the Company's obligation due to application of the Labour Codes has been recognised in the Statement of Profit and Loss. The Company continues to monitor the finalisation of Central/ State Rules and further clarifications from the Government and would give appropriate accounting effect considering those developments, as may be applicable.

I Changes in the net benefit obligation and fair value of plan assets are as follows :

Particulars	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2024	**107.44**	**(61.92)**	**45.52**
Current service cost	24.19	-	24.19
Interest expense/(income)	6.28	(5.62)	0.66
Total amount recognised in the statement of profit or loss	**30.47**	**(5.62)**	**24.85**
Experience (gain) / loss	12.35	(1.49)	10.86
(Gain)/loss from change in financial assumptions	3.64	-	3.64
Return on plan assets expense/(income)	-	0.16	0.16
Total amount recognised in Other Comprehensive Income	**15.99**	**(1.33)**	**14.66**
Employer contributions	-	(32.04)	(32.04)
Benefits paid directly by the company	(42.08)	-	(42.08)
Transfer In	0.18	(0.18)	-
March 31, 2025	**112.00**	**(101.09)**	**10.91**
Current service cost	39.87	-	39.87
Past service cost	24.42	-	24.42
Interest expense/(income)	6.99	(7.24)	(0.25)
Total amount recognised in the statement of profit or loss	**71.28**	**(7.24)**	**64.04**
Experience (gain) / loss	11.15	(1.84)	9.31
(Gain)/loss from change in financial assumptions	(5.38)	-	(5.38)
Return on plan assets expense/(income)	-	0.53	0.53
Total amount recognised in Other Comprehensive Income	**5.77**	**(1.31)**	**4.46**
Employer contributions	-	(11.59)	(11.59)
Benefits paid directly by the company	(25.98)	-	(25.98)
Transfer In	1.13	(1.13)	-
March 31, 2026	**164.20**	**(122.36)**	**41.84**

The fair value of the plan asset represents the amount as confirmed by the fund.

II The net (asset)/liability disclosed above relates to funded plans are as follows :

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of funded obligation	164.20	112.00
Fair value of plan assets	(122.36)	(101.09)
Net (asset)/liability	**41.84**	**10.91**

III Significant assumptions

Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate	7.20%	6.70%
Salary growth rate	7.00%	7.00%
Expected return on plan assets	6.7% P.A.	7.2% P.A.
Normal retirement age	60 years	60 years
Mortality table	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Employee turnover	12%	12%

IV Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

Assumption	Impact on defined benefit obligation	
	As at March 31, 2026	As at March 31, 2025
Discount rate		
1.00% increase	Decrease by 9.86	Decrease by 7.07
1.00% decrease	Increase by 11.10	Increase by 7.99
Future salary increase		
1.00% increase	Increase by 9.4	Increase by 6.78
1.00% decrease	Decrease by 8.52	Decrease by 6.12
Attrition Rate		
1.00% increase	Decrease by 0.12	Decrease by 0.13
1.00% decrease	Increase by 0.13	Increase by 0.15

The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

The following are the expected cash flows to the defined benefit plan in future years:

Particulars	As at March 31, 2026	As at March 31, 2025
Within next 12 months	13.50	7.98
Between 2-5 years	105.83	69.55
Between 5-10 years	181.12	134.60

The average duration of the defined benefit plan obligation at the end of the reporting period is 10.17 years (March 31, 2025: 10.79 years).

V The major categories of plan assets are as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Investments with Insurer (LIC of India)	100.00%	100.00%

VI Risk exposure

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

Asset Volatility:

The plan liabilities are calculated using a discount rate set with reference to bond yields. If plan assets underperform, this yield will create a deficit. The plan assets are maintained with fund manager of LIC. They are subject to interest rate risk which is managed by the insurer.

Changes in bond yield:

A decrease in bond yields will increase plan liabilities.

Asset risk:

All plan assets are maintained in a trust fund managed by a public sector insurer viz; LIC. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also, interest rate and inflation risk are taken care of.

Future salary escalation and Inflation risks:

Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this risk.

Life expectancy:

Increases in life expectancy of employee will result in an increase in the plan liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.

30 Related party disclosures

Names of related parties and related party relationship:

Related parties where control exists

A Ultimate Holding Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	RDA Holdings Private Limited	India

B Holding Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Limited	India

C Subsidiaries Companies (Wholly Owned)

Unless otherwise stated, the subsidiaries have share capital consisting of equity shares that are held directly or indirectly by the Company, and the proportion of ownership interests held equals the voting rights held by the Company. The country of incorporation or registration is also their principal place of business.

Notes to the Financial Statements for the year ended March 31, 2026
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Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Enernxt Private Limited	India
2	Thermax Energy and Environment Lanka (Private) Limited	Sri lanka

D Individuals having significant influence over the Company by reason of voting power and their relatives:

1 Mrs. Meher Pudumjee - Chairperson of Holding Company
2 Mrs. Anu Aga - Relative of Chairperson of Holding Company
3 Mr. Pheroz Pudumjee - Director of Holding Company
4 Mr. Zahaan Pudumjee - Relative of Chairperson of Holding Company

E. Key management Personnel:

1 Mr. Arun Unni - Director (w.e.f. November 27, 2024)
2 Mr. Hemant Mohgaonkar - Director (upto November 27, 2024)
3 Mr. Rajendran Arunachalam - Director
4 Mr. Ashish Bhandari - Director
5 Mrs. Indu Jacob - Director (upto October 08, 2024)
6 Ms. Khushboo Bhatia - Chief Executive Officer and Whole Time Director (WTD w.e.f. December 30, 2024)
7 Mr. Mandar Dandekar - Chief Financial Officer (w.e.f. April 01, 2025)
8 Mr. Deepak Joshi-Chief Financial Officer (upto March 31, 2025)
9 Ms. Kajal Kabra - Company Secretary (upto June 20, 2025)
10 Mrs. Akancha Bhadani - Company Secretary (w.e.f. July 23, 2025)

F Entities controlled by holding company or its KMP

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Marico Limited	India

Other Related parties with whom transactions have taken place during the year:

Fellow Subsidiaries in India/Outside India

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	PT Thermax International, Indonesia	Indonesia

Enterprises with whom transactions have taken place during the year, over which control is exercised by individuals listed in 'D' and 'E' above:

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Foundation (formerly known as Thermax Social Initiative Foundation)	India

Enterprises, directors of which provide key managerial personnel services to the parent of the Company:

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Marico Limited, India	India

G Transactions with related parties:

	Holding Company		Subsidiary Companies		Subsidiaries of the Holding Company		Enterprises over which control is exercised by individuals mentioned in 'D' and 'E'		Key Management Personnel and relatives mentioned in 'E'		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
a. Transactions during the year												
Dividend income	-	-	93.82	-	-	-	-	-	-	-	93.82	-
Recovery of expenses	-	-	50.30^	117.37^	-	-	-	-	-	-	50.30	117.37
Repairs and maintenance of leased assets	42.75	49.97	-	-	-	-	-	-	-	-	42.75	49.97
Purchase of raw material and components	3,410.07	2,780.96	-	-	-	-	-	-	-	-	3,410.07	2,780.96
Site expenses and contract labour charges	-	43.24	-	-	-	-	-	-	-	-	-	43.24
Consumption of Stores and Spares	10.78	11.90	-	-	-	-	-	-	-	-	10.78	11.90
Corporate cost allocation	510.03	374.00	-	-	-	-	-	-	-	-	510.03	374.00
Reimbursement of expenses	29.74	131.74	-	-	7.19	3.96	-	-	-	-	36.93	135.70
Salaries,wages and bonus	127.68	118.39	-	-	-	-	-	-	239.28*	243.10*	366.96	361.49
Miscellaneous expenses	44.90	25.71	-	-	-	-	-	-	-	-	44.90	25.71
Donation	-	-	-	-	-	-	69.36	49.20	-	-	69.36	49.20
Purchase of property, plant and equipment and Intangible assets	7.62	3.06	-	-	-	-	-	-	-	-	7.62	3.06
Trade Deposits	180.00	-	-	-	-	-	-	-	-	-	180.00	-
Investment in Subsidiary	-	-	1,000.00	-	-	-	-	-	-	-	1,000.00	-
Loan given to Subsidiary	-	-	800.00	200.00	-	-	-	-	-	-	800.00	200.00
Loan repayment from Subsidiary	-	-	3.33	-	-	-	-	-	-	-	3.33	-
Advance received	-	-	-	24.73	-	-	-	-	-	-	-	24.73
Interest income	-	-	43.45	2.07	-	-	-	-	-	-	43.45	2.07
Proceeds from shares issued	-	-	-	-	-	-	-	-	-	-	-	-
Sale of product	1,289.95	958.51	-	-	-	-	484.56	513.20	-	-	1,774.51	1,471.71

*This includes amount paid by the Holding Company on behalf of the entity.
^This includes amount paid by the Company on behalf of its subsidiary.

Thermax Onsite Energy Solutions Limited

Notes to the Financial Statements for the year ended March 31, 2026
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	Holding Company		Subsidiary Companies		Subsidiaries of the Holding Company		Entities controlled by Holding company or its KMP		Key Management Personnel		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
b. Balances as at reporting date												
Other amounts recoverable	3.64	-	26.14	97.38	-	-	-	-	-	-	29.78	97.38
Trade receivables	224.88	69.97	-	-	-	-	37.75	37.23	-	-	262.64	107.20
Advances given	1,000.66	175.02	-	-	-	-	-	-	-	-	1,000.66	175.02
Advances received	-	-	-	24.73	-	-	-	-	-	-	-	24.73
Trade deposits	245.00	65.00	-	-	-	-	75.00	75.00	-	-	320.00	140.00
Trade payables	1,486.12	324.99	-	-	-	3.96			-	-	1,486.12	328.95
Investment in Subsidiary	6,298.81	5,298.81	-	-	-	-	-	-	-	-	6,298.81	5,298.81
Corporate Guarantee issued on behalf of Subsidiary Company	-	-	833.41	833.41	-	-	-	-	-	-	833.41	833.41
Bank Guarantee issued by the Company	-	-	-	-	-	-	75.00	75.00	-	-	75.00	75.00
Loan given to Subsidiary	-	-	1,042.19	202.07	-	-	-	-	-	-	1,042.19	202.07

Loans to related parties

Loans to Subsidiaries	March 31, 2026	March 31, 2025
Beginning of the year	202.07	-
Loans advanced	800.00	200.00
Loan repayments received	3.33	-
Interest charged	43.45	2.07
Interest received	-	-
End of the year	**1,042.19**	**202.07**

H The following provides total amount of related party transactions during the relevant financial year:

Particulars	As at March 31, 2026	As at March 31, 2025
Transactions during the year		
Recovery of expenses		
Thermax Energy and Environment Lanka (Private) Limited	30.68	48.11
Enernxt Private Limited	19.62	69.26
Repairs and maintenance of leased assets		
Thermax Limited, India	42.75	49.97
Purchase of raw material and components		
Thermax Limited, India	3,410.07	2,780.96
Corporate cost allocation		
Thermax Limited, India	510.03	374.00
Reimbursement of expenses		
PT Thermax International, Indonesia	7.19	3.96
Thermax Limited, India	29.74	131.74
Interest income		
Enernxt Private Limited	43.45	2.07
Consumption of Stores and Spares		
Thermax Limited, India	10.78	11.90
Miscellaneous expense		
Thermax Limited, India	44.90	25.71
Sale of products		
Marico Limited	484.56	513.20
Thermax Limited, India	1,289.95	958.51
Salaries,wages and bonus*		
Ms. Khushboo Bhatia	185.16	165.22
Mr. Mandar Dandekar**	48.89	-
Mr. Deepak Joshi**	-	68.10
Ms. Akancha Bhadani**	5.23	-
Ms. Kajal Kabra**	-	9.78
Thermax Limited***	127.68	118.39
Donation		
Thermax Foundation, India (formerly known as Thermax Social Initiative Foundation)	69.36	49.20
Purchase of property, plant and equipment and Intangible assets		
Thermax Limited, India	7.62	3.06
Trade Deposits		
Thermax Limited, India	180.00	-
Loan given to Subsidiary		
Enernxt Private Limited	800.00	200.00
Loan repayment from Subsidiary		
Enernxt Private Limited	3.33	-
Investment in Subsidiary		
Enernxt Private Limited	1,000.00	-
Dividend Income		
Thermax Energy and Environment Lanka (Private) Limited	93.82	-
Advance received		
Thermax Energy and Environment Lanka (Private) Limited	-	24.73

* Components of remuneration to key management personnel includes sitting fees to independent directors & reimbursement of expenses

** These amounts have been reimbursed to the Holding company.

*** These amounts have been reimbursed to the Holding company for other employees.

Notes to the Financial Statements for the year ended March 31, 2026
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Particulars	As at March 31, 2026	As at March 31, 2025
Balances as at the year end		
Other amounts recoverable		
Thermax Limited, India	3.64	-
Thermax Energy and Environment Lanka (Private) Limited	-	48.11
Enernxt Private Limited	26.14	49.27
Trade receivables		
Marico Limited, India	37.75	37.23
Thermax Limited, India	224.88	69.97
Advances given		
Thermax Limited, India	1,000.66	175.02
Trade deposits		
Marico Limited, India	75.00	75.00
Thermax Limited, India	245.00	65.00
Trade payables		
Thermax Limited, India	1,486.12	324.99
PT Thermax International, Indonesia	-	3.96
Corporate Guarantee issued on behalf of Subsidiary Company	833.41	833.41
Thermax Energy and Environment Lanka (Private) Limited		
Loan given to Subsidiary		
Enernxt Private Limited	1,042.19	202.07
Investment in Subsidiary		
Enernxt Private Limited	3,363.00	2,363.00
Thermax Energy and Environment Lanka (Private) Limited	2,935.81	2,935.81
Advance received		
Thermax Energy and Environment Lanka (Private) Limited	-	24.73
Bank Guarantee issued by the Company		
Marico Limited	75.00	75.00

I Terms and conditions of related party transactions

All the transactions with related parties are assessed to be at arm's length price by the management. Outstanding balances at the year-end are unsecured and interest free except loans given and settlement occurs in cash. Refer note 7(b)for terms and conditions for loans to related parties.

The transactions with related parties (excluding relatives of KMPs) includes managerial remuneration which is determined based on market conditions and is approved by Board of Directors.

Share-based payments include the perquisite value of stock incentives exercised during the year, determined in accordance with provisions of Income Tax Act, 1961.

There have been no guarantees provided or received for any related party receivables or payables except as disclosed in note 30.

In case of transactions with related parties during the year, the amounts are exclusive of applicable taxes.

For the year ended March 31, 2026 and March 31, 2025, the Company has not recorded an impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

31 Fair value measurements

Estimates and assumptions

Fair value measurement of unquoted financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of assumption is required in establishing fair values. Assumptions include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

a) Category of financial instruments and valuation techniques

(i) Financial assets

Details of financial assets carried at amortised cost

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Trade receivables	7 (a)	6,779.42	6,203.76
Finance lease receivable	8 (a)	25,618.72	22,965.08
Other financial assets	8 (b)	33.15	101.12
Cash and bank balances	12(a)	116.72	620.97
Loans	7 (b)	1,042.19	202.07
Total financial assets		**33,590.20**	**30,093.00**
Current assets		10,473.84	9,759.73
Non-current assets		23,116.36	20,333.27
Total financial assets		**33,590.20**	**30,093.00**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Details of financial assets carried at fair value through profit or loss:

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Investments	6 (b)	3,006.30	1,999.47
Total		**3,006.30**	**1,999.47**
Current assets		3,006.30	1,999.47
Non current assets		-	-
Total		**3,006.30**	**1,999.47**

The fair value of units of mutual funds are based on net asset value as at the reporting date.

(ii) Financial liabilities

Details of financial liabilities carried at amortised cost

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Borrowings	15(a) and (b)	7,935.09	10,561.41
Trade payables	16	5,451.89	2,895.43
Trade deposits	17	2,750.08	2,133.16
Other financial liabilities	17	631.48	568.59
Total financial liabilities		**16,768.54**	**16,158.59**
Current liabilities		8,411.35	6,104.81
Non-current liabilities		8,357.19	10,053.78
Total financial liabilities		**16,768.54**	**16,158.59**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

b) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2026:

Particulars	Date of valuation	Level 1	Level 2	Level 3
Financial assets				
Investments				
Mutual funds	31-Mar-26	3,006.30	-	-

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2025:

Particulars	Date of valuation	Level 1	Level 2	Level 3
Financial assets				
Investments				
Mutual funds	31-Mar-25	1,999.47	-	-

There has been no transfer between Level 1 and Level 2 during the year and during the previous year.

c) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- The use of quoted market prices or dealer quotes for similar instruments;

The company measures financial instruments - investment in mutual funds using quoted market prices for similar instruments (Level I inputes). There has been no transfer between Level 1 and Level 2 during the year and during the previous year.

d) The finance department includes a dedicated team responsible for performing valuations of financial assets and liabilities for financial reporting purposes, including Level 3 fair value measurements. This team operates within a structured governance framework, and valuation processes and outcomes are reviewed on the basis of reporting cycle of the Company.

Changes in Level 2 and Level 3 fair values, if any, are evaluated at the end of each reporting period as part of the quarterly valuation review process. During this review, the valuation team presents an analysis explaining the drivers of movements in fair values.

32 Financial risk management - objectives and policies

The Company's principal financial liabilities, comprise loans and borrowings, trade deposits, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include finance lease receivables, trade and other receivables, and cash and bank balances that derive directly from its operations. The Company also holds FVTPL and amortised cost investments.

Risk is inherent in the Company's activities but it is managed through a process of on going identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. No significant changes were made in the risk management objectives and policies during the years ended March 31, 2026 and March 31, 2025. The management of the Company reviews and agrees policies for managing each of these risks which are summarised below:

I Market risk

Market risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market variables such as interest rates, foreign exchange rates and equity prices, whether those changes are caused by factors specific to the individual investment or its issuer or factors affecting all investments traded in the market.

Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a) 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 is not currently exposed significantly to such risk.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

	Impact on profit before tax	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest rate		
- Increase by 100 basis points	(79.35)	(105.61)
- Decrease by 100 basis points	79.35	105.61

b) Foreign Currency Risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The Company is not currently exposed significantly to such risk as there are no significant foreign currency transactions entered during the current year or previous year.

c) Price risk

'The Company's investments are susceptible to market price risk arising from uncertainties about future values of the investment securities. These securities are quoted / unquoted. The Company manages the price risk through diversification and by placing limits on individual mutual fund instruments. Further, the price risk is also mitigated by switching the investment portfolio between diversified categories of mutual fund instruments. Reports on the investment portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions. The Company is not currently exposed significantly to such risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including loans to related parties, finance lease receivables and investment at amortised cost.

Trade receivables

Customer credit risk is managed by the Company based on Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous group and assessed

Notes to the Financial Statements for the year ended March 31, 2026
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for impairment collectively. The calculation is based on losses as per historical data. The maximum exposure to credit risk at the reporting date is the carrying value disclosed in note 7(a). To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments

Credit risk from balances with banks, mutual funds and other financial instruments are managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties having a good market reputation and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for bank balances as at March 31, 2026 and March 31, 2025 is the carrying amounts as disclosed in note 12(a) and maximum exposure relating to financial guarantees is disclosed in note 28 (B) to the financial statements.

Finance Lease Receivables

The Company considers the customer's market standing, information of its business activities and credit rating before entering into a long term contract with the Customer. Further, credit risk for finance lease receivable is assessed on an ongoing basis throughout each reporting period basis expectation of customer's continuity of buying. Also, contracts with customers are protected with minimum buying commitments, which helps Company is balancing the credit risk.

Loans to related parties

The Company considers the probability of default upon initial recognition of loan and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the company compares the risk of a default occurring on the loan as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. There is no Loss allowance recognised as at March 31, 2026 and March 31, 2025.

Debt instruments (excluding loans to related parties)

All of the entity's debt instruments (security deposits) at amortised cost are considered to have low credit risk, and the loss allowance recognised during the period was therefore limited to 12 months' expected losses. Management consider 'low credit risk' for listed instruments to be an investment grade credit rating with at least one major rating agency. Other instruments are considered to have low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term.

The company has no unhedged foreign currency exposure outstanding as at March 31, 2026 and March 31, 2025.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, the Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at operating segments level in the Company in accordance with practice and limits set by the Company. In addition, the Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

(i) Maturities of financial liabilities

The tables below analyse the company's financial liabilities into relevant maturity profile on their contractual maturities for :

March 31, 2026	Note No.	< 1 year	1 to 3 years	3 to 5 years	> 5 years
Non- derivative					
Borrowings	15	2,326.98	3,536.73	1,929.72	141.66
Trade payables	16	5,451.89	-	-	
Trade deposits*	17	1.00	495.00	934.50	3,488.64
Other financial liabilities	17	631.48	-	-	-

March 31, 2025	Note No.	< 1 year	1 to 3 years	3 to 5 years	> 5 years
Non- derivative					
Borrowings	15	2,639.79	4,113.16	2,998.57	809.89
Trade payables	16	2,895.43	-	-	-
Trade deposits*	17	1.00	235.00	872.00	2,794.13
Other financial liabilities	17	568.59	-	-	-

*Represents contractual undiscounted cash flows. Such undiscounted cash flows differ from the amount included in the balance sheet because the balance sheet amount is based on discounted cash flows.

Financing arrangements

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

Particulars	As at March 31, 2026	As at March 31, 2025
Expiring within one year (bank overdraft and other facilities)	-	-
Expiring beyond one year (bank overdraft, bank loans and other facilities)	9,580.19	7,348.87

The bank overdraft facilities might be drawn at any time and might be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facilities might be drawn at any time in INR and have an average maturity of 7 years (March 31, 2025 – 7 years).

33 Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long- term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. No changes were made in the objectives, policies or processes during the years ended March 31, 2026 and March 31, 2025. Capital represents equity attributable to equity holders of the Company.

The Company monitors capital using a gearing ratio which is net debt/ obligation divided by total equity. The Company's policy is to keep the gearing ratio optimum.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Borrowings	7,935.09	10,561.41
Less: Cash and bank balances	(116.72)	(620.97)
Net debt	**7,818.37**	**9,940.44**
Equity	**29,498.64**	**25,243.00**
Capital and net debt	**37,317.01**	**35,183.44**
Gearing ratio	**20.95%**	**28.25%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2026 and March 31, 2025.

34 Disclosure under Ind AS - 116 : Leases

Accounting policy

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Judgements

A significant portion of the Company's business relates to leasing of assets under various arrangements. This requires the management to make judgements with respect to whether the arrangement contains a lease based on the substance of the arrangement and an assessment of whether the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset. The Company is also required to assess whether the lease transfers substantially all the risks and rewards incidental to ownership of an asset to classify the same as finance leases requiring significant judgements.

Segregation of lease and non-lease components of the consideration

For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract in accordance with Ind AS 115. The standard requires allocation of the transaction price to each performance obligation (or distinct good or service) in a way that depicts the amount of consideration to which the entity expects to be entitled in exchange for transferring the promised goods or services to the customer. This requires the management to make significant estimates around the amount of consideration to which the entity expects to be entitled.

The Company allocates the transaction price to each performance obligation on a relative stand-alone selling price basis by determining the stand-alone selling price at contract inception of the distinct good or service underlying each performance obligation in the contract and allocates the transaction price in proportion to those stand-alone selling prices. Since the consideration is inclusive of the lease component, the stand-alone selling price is not directly observable. Hence, the Company estimates the standalone selling price by considering all the information (including market conditions, entity-specific factors and information about the customer or class of customer) that is reasonably available to the Company.

Except when the Company has observable evidence in accordance with Ind AS 115 that the entire discount relates to only one or more, but not all, performance obligations in a contract, the Company allocates a discount proportionately to all performance obligations in the contract. The proportionate allocation of the discount in those circumstances is a consequence of the Company allocating the transaction price to each performance obligation on the basis of the relative standalone selling prices of the underlying distinct goods or services.

i) Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease. The Company allocates the transaction price to each performance obligation on a relative stand-alone selling price basis by determining the stand-alone selling price at contract inception of the distinct good or service underlying each performance obligation in the contract and allocates the transaction price in proportion to those stand-alone selling prices.

At the inception of the lease, a Company recognize the following for each of its finance leases:

(a) revenue being the fair value of the underlying asset, or, if lower, the present value of the lease payments accruing to the lessor, discounted using a market rate of interest;

(b) the cost of sale being the cost, or carrying amount if different, of the underlying asset less the present value of the unguaranteed residual value; and

(c) selling profit or loss (being the difference between revenue and the cost of sale) in accordance with its policy for outright sales.

a) Amount receivable under Finance lease - where the Company is a lessor

The Company has entered into certain arrangements with its customers where the Company will supply heat/steam/treated water by installing the boiler/heater/water treatment plant at the customers' premises. The Company has determined, that fulfilment of these arrangements is dependent on the use of a specific assets and the arrangement conveys a right to use these specific asset to the customers. Accordingly, these arrangements qualify as arrangements in the form of lease as specified in Ind-AS 116. Based on the evaluation of terms and conditions of these arrangements, such as the contract term constituting a major part of the economic life of the specific assets ,the fair value of the asset and that it has transferred the significant risks and rewards in these assets to the customers, these lease arrangements have been classified as finance leases.

Particulars	Gross Investment in lease		Present value of minimum lease payments	
	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2026	For the year ended March 31, 2025
Within one year	6,539.04	5,651.89	3,376.11	2,831.26
After one year but not more than two years	6,137.09	5,331.06	3,387.07	2,854.72
After two years but not more than three years	5,622.52	4,989.11	3,287.15	2,860.32
After three years but not more than four years	5,008.26	4,543.70	3,075.56	2,763.64
After four years but not more than five years	4,814.50	3,985.38	3,259.94	2,542.69
More than five years	11,896.40	11,820.28	9,232.88	9,112.45
	40,017.81	**36,321.42**	**25,618.72**	**22,965.08**
Less: Unearned finance income	14,399.09	13,356.34	-	-
Present value of minimum lease payments receivable	25,618.72	22,965.08	25,618.72	22,965.08
	40,017.81	**36,321.42**	**25,618.72**	**22,965.08**

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Estimated unguaranteed residual value of assets under finance lease	-	-
Contingent rent recognised as Income during the year	-	-
Interest rate inherent in the lease	9.98% - 18.29%	10.82% - 18.29%

35. Segment information

Accounting Policy

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has identified the Chief Executive Officer as the chief executive decision maker of the Company.

Judgements

Ind AS 108 'Operating Segments' requires Management to determine the reportable segments for the purpose of disclosure in financial statements based on the internal reporting reviewed by Chief Operating Decision Maker (CODM) to assess performance and allocate resources. The standard also requires Management to make judgments with respect to aggregation of certain operating segments into one or more reportable segment.

The Company has determined that the CODM is the Chief Executive Officer, based on its internal reporting structure and functions of the Company. Operating segments used to present segment information are identified based on the internal reports used and reviewed by the Board of Directors to assess performance and allocate resources. The management has determined that some of the segments exhibit similar economic characteristics and meet other aggregation criteria and accordingly aggregated into one reportable segment i.e. green energy and allied services.

For management purposes, the Company reports the details of operating segments as a single segment for "energy and allied services". The Chief Operating Decision Maker (CODM) reviews the information for this single segment only. Accordingly, Company has provided only entity wide disclosures.

Revenue by geographical segment

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from external customer (gross)		
India*	57,795.68	56,031.57
Outside India	-	-
Total	**57,795.68**	**56,031.57**

*Revenue of Rs.6,060.37 was derived from one customer that individually contributed more than 10% of total revenue in the current year and Rs. 12,408.61 was derived from two customers that individually contributed more than 10% of total revenue in the previous year.

There are no assets lying outside India as at March 31, 2026 and March 31, 2025.

36 Key financial ratios

The following are analytical ratios for the year ended March 31, 2026 and March 31, 2025:

Particulars	Numerator	Denominator	FY 2025-26	FY 2024-25	Variance	Reason for variance (for deviations more than 25%)
Current Ratio	Current assets	Current liabilities	2.14	2.57	-16.73%	-
Debt-Equity Ratio	Total debt i.e. Borrowings (Current+Non current)	Shareholder's equity	0.27	0.42	-35.71%	No new drawdown in CY while increase in Networth due to earnings for the year
Debt service coverage ratio	Earnings available for debt service ^	Debt service *	1.59	1.07	48.60%	Increase in profitability while repayments are approximately same
Return on equity ratio	Profit after tax	Average shareholder's equity	16.00%	15.00%	6.67%	-
Inventory turnover ratio	Cost of goods sold#	Average inventories	7.51	4.50	66.89%	Commissioning of lease sites in current year and lesser projects in progress towards year end.
Debtors turnover ratio	Revenue from contracts with customers	Average trade receivables	7.48	8.86	-15.58%	-
Trade payables turnover ratio	Total supplier purchases##	Average trade payables	10.44	11.82	-11.68%	-
Net capital turnover ratio	Revenue from contracts with customers	Working capital **	4.80	4.50	6.67%	-
Net profit ratio	Profit after tax	Revenue from contracts with customers	8.00%	7.00%	14.29%	-
Return on capital employed (ROCE)	Profit before tax + finance cost	Capital employed ***	18.00%	17.00%	5.88%	-
Return on investment (ROI)	Realised gains and unrealised gains on investments	Average investment	9.42%	6.08%	55.03%	Higher return earned on mutual fund in current year.

Explanations:

^ Net profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest + other adjustments like loss on sale of PPE etc.

* Interest paid and lease payments + principal repayments

** Total current assets - Total current liabilities

*** Total equity + Total Debt + Deferred tax liabilities

#Cost of raw materials and components consumed + Purchase of traded goods + Changes in inventories of work-in-progress and traded goods

##Purchase of raw materials and components (refer note 22(a)) + Purchase of traded goods + Operating expenses (staff welfare and other expenses) incurred during the year.

37 Other Statutory Information:

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

(ii) There are no shares held in struck off companies. For the year ended March 31, 2026, and March 31, 2025 there are no transactions with struck off companies and no balances are outstanding as on year end.

(iii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the current or previous financial year.

(v) The Company have 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:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries,

(vi) The Company has not made 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).

(vii) Other than as disclosed in the note 6(a), 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:

(a) 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

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

(ix) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(x) The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were taken.

38 Compliance with section 143 (3) for maintainence of books of accounts and audit trail

Maintainence of Books of Accounts:

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode and along with the logs of the back-up of such books of account.

Requirements u/s 143(3) of the Act	Compliance/ remarks
Books of Account maintained on cloud/ servers physically located in India	Yes
Backup maintained in India on daily basis	Yes

Audit Trail:

The Company has used multiple accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software. During the year, management has not noticed any instances of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

39 Exceptional Items:

Accounting policy

When the items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the Company for the period, the nature and amount of such items are disclosed separately as exceptional item.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory impact of new Labour Codes*	24.42	-
	24.42	**-**

*Effective 21 November 2025, The Government of India has consolidated multiple existing labour legislations into a unified framework comprising of four Labour Codes collectively referred to as the 'New Labour Codes'. Under Ind AS 19, changes to employee benefit plans arising from legislative amendments constitute a plan amendment, requiring recognition of past service cost immediately in the Statement of Profit and Loss.

The Company has assessed and disclosed the incremental impact of the New Labour Codes of Rs. 24.42, primarily arising due to change in definition of wages and the recognition of such past service costs. The Government is in the process of notifying related rules to the New Labour Codes and impact of these will be evaluated and accounted for in accordance with applicable accounting standards in the year in which they are notified. Considering the materiality and regulatory-driven, non-recurring nature of this impact, the Company has presented such past service cost as "Statutory impact of new Labour Codes" under "Exceptional Items" in the Statement of Profit and Loss for the year ended March 31, 2026.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts in Rupees Lakh, except per share data and unless stated otherwise)

40 Previous period figures have been regrouped/reclassified to conform to current year's classification as under:

Note Number and Description	Previously Reported amount	Revised amount	Change	Remarks
8(b) Other Financial Assets	912.81	-	(912.81)	Other financial assets (Current) have been reclassified to trade receivables. Refer note 7(a) for the details.
7(a) Trade Receivables	-	912.81	912.81	
26(a) Other expenses	5,960.37	2,220.25	3,740.12	Site expenses and contract labour charges have been disclosed on the face of the Statement of profit and loss
Site expenses and contract labour charges	-	3,740.12	(3,740.12)	

41 Exemption availed under Ind AS 110

These are Standalone financial statements of the Company. The Company has opted for exemption from preparation of consolidated financial statements in accordance with Paragraph 4(a)(iv) of Ind AS 110, as the Company is wholly owned subsidiary of Thermax Limited which prepares consolidated financial statements that are available for public use and comply with Ind ASs, in which the Company and its subsidiaries are consolidated.

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Jinesh H Shah
Partner
Membership No: 125557

Date: April 27, 2026
Place: Pune

For and on behalf of the Board of Directors of
Thermax Onsite Energy Solutions Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN: 10831177

Khushboo Bhatia
Director and CEO
DIN: 09019736

Akancha Bhadani
Company Secretary

Mandar Dandekar
Chief Financial Officer

Date: April 27, 2026
Place: Pune

THERMAX COOLING SOLUTIONS LIMITED

Board of Directors
Kirtiraj Jilkar
Sandeep Deshpande
Sandeep Raut

Registered Office
Thermax House,
14, Mumbai – Pune Road, Wakdewadi,
Pune – 411003

Auditors
B. K. Khare & Co
Chartered Accountants
706/708, Sharda Chambers, New Marine Lines, Mumbai – 400 020, India

Key Managerial Personnel
C.V. Ramanan (Manager)
Shubham Suresh Gholap (Chief Financial Officer)
Karan Parakh (Company Secretary)

Bankers
ICICI Bank

Corporate Office
Sai Chambers
15, Mumbai – Pune Road,
Wakdewadi, Pune - 411003

DIRECTORS' REPORT

Dear Shareholders,

The Directors present their Seventeenth Annual Report of the company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	**82.89**	392.41
Profit/(Loss) before depreciation	**45.76**	36.68
Depreciation and Amortisation	**-**	-
Profit/(Loss) before tax	**45.76**	36.68
Provision for taxation (incl. deferred tax)	**3.94**	16.28
Profit/(Loss) after tax	**41.82**	20.40

STATE OF COMPANY'S AFFAIRS

The company is a wholly owned subsidiary of Thermax Limited.

During the year, the company earned a total income of Rs. 82.89 Lakhs as against Rs. 392.41 Lakhs in the previous year. Current year profit after tax is Rs. 41.82 Lakhs as against previous year's profit after tax of Rs. 20.40 Lakhs.

MATERIAL CHANGES AFFECTNG FINANCIAL POSITION OF THE COMPANY

No material changes and commitments occurred after the close of the year till the date of this report, which affect the financial position of the Company.

CHANGE IN NATURE OF BUSINESS

There is no change in nature of business of the Company.

HEALTH & SAFETY

Safety and health at offices and project sites are of paramount importance for your company. All sites are equipped with necessary safety gears for the people working on sites.

DIVIDEND

The Board of Directors of your Company did not recommend any dividend during the financial year 2025-26.

AMOUNT PROPOSED TO BE CARRIED TO RESERVES

The company does not propose to transfer any amount to general reserve.

SHARE CAPITAL

The Paid-up Share Capital of the Company is Rs. 10 crores divided into 2 crores equity shares of Rs. 5/- each. During the year under review, the company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

PUBLIC DEPOSITS

The company has not accepted any deposits under Chapter V of the Companies Act, 2013. Consequently, it has no unpaid / unclaimed deposit(s) as on March 31, 2026.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENT

During the year company has not given loans, guarantees and investments covered under the provisions of Section 186 and Section 134(3) (g) of the Companies Act 2013.

SUBSIDIARY / ASSOCIATE / JOINT VENTURE COMPANY

Your Company does not have any Subsidiary / Associate / Joint Venture company and there was no change in the position during the financial year 2025-26.

ANNUAL RETURN

The Company does not have a website and hence in terms of provisions of Section 92 of the Companies Act, 2013 the requirement of publishing Annual Return is not applicable.

BUSINESS RISK MANAGEMENT

The company has identified and classified its key risks pertaining to the core business and has a broad framework in place for effective risk identification, review and mitigation. The company will continue to actively monitor and strengthen its risk management framework. The company had implemented Legatrix software to track & ensure timely statutory compliances. Same is also followed in current year.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Internal financial controls are reviewed by finance department on periodical basis. Authority Matrix in line with holding companies' levels of authority is implemented with board's approval during current year. Internal Audit is not applicable for the company as per section 138 of the Companies Act, 2013 and Rule 13 of the Companies (Accounts) Rules, 2014.

DIRECTORS

Currently, the Board of the company comprises three Directors. In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Sandeep Deshpande (DIN: 09748806) retires by rotation, and being eligible, offers himself for re-appointment as director.

The Members of the Company at their 16th Annual General Meeting held on July 21, 2025 approved the appointment of Mr. Sandeep Khemraj Raut (DIN: 10994665) as Director of the Company.

CHANGE IN KEY MANAGERIAL PERSONNEL (KMP)

The Board at its meeting held on July 29, 2024 had appointed Mr. C.V. Ramanan as the Manager and Key Managerial Personnel of the Company for a term of 3 years effective from July 29, 2024. The said appointment of Mr. C.V. Ramanan was approved by the shareholders of the Company at their 16th Annual General Meeting (AGM) held on July 21, 2025.

BOARD MEETINGS

During the year, the Board met four times and the intervening gap between the meetings was within the period prescribed under the Companies Act, 2013. Attendance details of the Board are as follows:

Name	Board Meetings			
	May 5, 2025	July 24, 2025	November 6, 2025	January 29, 2026
Mr. Kirtiraj Jilkar	P	P	P	P
Mr. Sandeep Deshpande	P	A	P	P
Mr. Sandeep Raut	P	P	P	P

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3) (c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis; and

(e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SECRETARIAL STANDARDS

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as may be amended from time to time.

AUDITORS

M/s B. K. Khare & Co. (Firm Registration: 105102W) have been appointed as the Statutory Auditors of the Company for a term of five years from the conclusion of Fifteenth Annual General Meeting until the conclusion of the Twentieth Annual General Meeting. The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE COMPANIES ACT, 2013

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Therefore, requirements of disclosure of RPTs in AOC-2 are not attracted.

A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the Financial Statements.

CONSERVATION OF ENERGY

Your Company participates in the activities of holding company in conservation of energy.

TECHNOLOGY ABSORPTION

There was no technology acquisition and absorption during the year under review

FOREIGN EXCHANGE EARNINGS AND OUTGO

Information pertaining to foreign exchange earnings and outgo as per Section 134 (3) (m) of the Companies Act, 2013 is as given below:

(Rs. in Lakh)

Particulars	31-March-26	31-March-25
Earnings		
Revenue	4.51	1.94
Expenditure	-	-
Royalty	-	-
Purchase of Material	-	-
Capital Expenditure	-	-
Net	**4.51**	1.94

PARTICULARS OF EMPLOYEES

None of the employees are covered by the provisions contained in rule 5(2) of the companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed under the Companies Act, 2013.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year there are no significant material orders passed by the Regulators / Courts which would adversely impact the going concern status of the company and its operations in future.

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

The Company is committed to provide a safe and conducive work environment to its employees. The Company has a duly constituted Internal Committee as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, no complaints were received and pending as on the end of end of financial year.

THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year there were no applications made or proceedings pending under the Insolvency and Bankruptcy Code, 2016.

DETAILS OF DIFFERENCE BETWEEN THE AMOUNTS OF VALUATION AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE AT THE TIME OF TAKING A LOAN FROM THE BANKS OF FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

During the year under review, there is no instance of one-time settlement with any Bank or Financial Institution.

MATERNITY BENEFIT

The Company affirms that it has complied with the provisions of the Maternity Benefit Act, 1961 and the Rules framed thereunder. The Company has in place appropriate policies and processes to ensure that eligible women employees are provided maternity benefits. The Company is committed to fostering a supportive work environment and promoting the well-being of its employees.

COST RECORDS APPLICABILITY

The provisions relating to maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 were not applicable on the Company during the financial year.

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the support extended by the company's customers, vendors and bankers during the year and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors of
Thermax Cooling Solutions Limited

Place: Pune,
Date: May 4, 2026

Sandeep Deshpande
Director
DIN: 09748806

Sandeep Raut
Director
DIN: 10994665

INDEPENDENT AUDITOR'S REPORT

To the Members of Thermax Cooling Solutions Limited

Report on the audit of the Financial Statements

Opinion

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

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("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, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures, but does not include the Financial Statements and our Auditors' Report thereon.

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

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

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

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these 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.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibilities for the audit of the Financial Statements

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

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

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents 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.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence,

and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the 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 the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) Based on the records examined by us and according to information and explanations given to us, the Company has not paid/provided for managerial remuneration. Hence, the provisions of Section 197 of the Act related to managerial remuneration are not applicable.

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

      (i) The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 24 (A) to the Financial Statements.

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

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

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

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

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

      (v) The Company has not declared/paid/declared and paid any dividend during the year; and

   (i) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account 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. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

per **Amit Mahadik**
Partner
Membership No. 125657
UDIN: 26125657AKXWC07965

Place of Signature: Pune
Date: May 4, 2026

Annexure A to the Independent Auditors' Report

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

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of subsection (3) of Section 143 of the Companies Act, 2013 ("the Act").

We have audited the internal financial controls with reference to financial statements of the Company as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to 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 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.

Opinion

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

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

per **Amit Mahadik**
Partner
Membership No. 125657
UDIN: 26125657AKXWC07965

Place of Signature: Pune
Date: May 4, 2026

THERMAX COOLING SOLUTIONS LIMITED

Annexure B to the Independent Auditors' Report

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

Re: Thermax Cooling Solutions Limited ('the Company')

(i) (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(B) The Company does not have intangible assets on the reporting date. Thus, reporting under clause 3(i)(a)(B) of the order is not applicable to the Company.

(b) The Company did not verify property, plant and equipment during the year but a regular program for physical verification of its property, plant and equipment is there which in our opinion is reasonable having regard to the size of the Company and nature of its property, plant and equipment.

(c) According to the information and explanations given to us, the Company does not have any immovable properties.

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

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (ii) (a) The Company is in the business of rendering services and consequently, does not hold any inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been anctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

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

(iv) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of 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 on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Provident Fund, Employees State Insurance, Duty of Customs, Duty of Excise, Value added tax, Cess Income tax and any other material statutory dues as at 31 March 2026, which have not been deposited on account of any dispute. The statutory dues in respect of Goods and Service Tax act as at 31 March 26 which have not been deposited with the appropriate authorities on account of a dispute are as under

Name of Statute	Nature of dues	Amount (Rs in lakhs)	Financial year to which pertains	Forum where dispute pending
GST Act	Goods and Service Tax	1,91,60,241 including penalty	2018-19, 2019-22	Deputy Commissioner of State Tax

Also refer note 24(a).

(viii) (viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, the Company did not raise any funds during the year hence, the requirement to report on clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, the Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, the Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year.

Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

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

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) Though establishment of vigil mechanism is not mandated for the Company by the Act, or by Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) ("SEBI LODR") Regulations, as represented by the management, no whistle blower complaints were received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

(xiv) In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the act. Accordingly, reporting under clause 3(xiv) is not applicable to the company.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company and subsidiary companies or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has one Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting 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, the 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, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date will get discharged by the Company as and when they fall due.

(xx) The provisions of Section 135 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xx)(a) and (b) of the Order is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

per **Amit Mahadik**
Partner
Membership No. 125657
UDIN: 26125657AKXWC07965

Place of Signature: Pune
Date: May 4, 2026

THERMAX COOLING SOLUTIONS LIMITED

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
I. Non-current assets			
Property, plant and equipment	4	0.04	0.04
Total Non-current assets		**0.04**	**0.04**
II. Current assets			
Financial assets:			
(a) Trade receivables	5 (a)	-	266.13
(b) Cash and cash equivalents	8 (a)	15.78	41.12
(c) Bank balances other than (b) above	8 (b)	48.25	114.38
Other assets	7	23.70	32.85
Total Current assets		**87.73**	**454.48**
Total Assets		**87.77**	**454.52**
Equity and Liabilities			
I. Equity			
Equity share capital	9	1,000.00	1,000.00
Other equity	10	(942.67)	(984.48)
Total Equity		**57.33**	**15.52**
II. Current liabilities			
Financial liabilities:			
(a) Trade payables	11 (a)		
Total outstanding dues of micro and small enterprises		1.14	92.66
Total outstanding dues of creditors other than micro and small enterprises		1.96	182.20
(b) Other liabilities	12	20.32	54.44
Other liabilities	13	0.71	94.65
Provisions	14 (a)	5.91	1.31
Income tax liabilities (net)	6	0.40	13.74
Total Current liabilities		**30.44**	**439.00**
Total Equity and Liabilities		**87.77**	**454.52**

Summary of material accounting policies	2
Summary of significant accounting judgements, estimates and assumptions	3

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

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	Year ended March 31, 2026	Year ended March 31, 2025
Income			
Revenue from operations	15	78.55	387.88
Other income	16	4.34	4.53
Total income (I)		**82.89**	**392.41**
Expenses			
Project bought-out and components	17	5.73	263.52
Employee benefits expenses	18	12.83	10.91
Finance cost	19	2.84	0.20
Depreciation and amortisation expense		-	-
Other expenses	20	15.74	81.10
Total expenses (II)		**37.14**	**355.73**
Profit before tax (III = I-II)		**45.75**	**36.68**
Tax expense			
Current tax	6	0.84	16.28
Adjustment of tax relating to earlier periods	6	3.10	-
Deferred tax		-	-
Total tax expense (IV)		**3.94**	**16.28**
Profit for the year (V = III-IV)		**41.81**	**20.40**
Other comprehensive income			
A. Items that will be reclassified subsequently to profit or loss			
Net (loss) / gain on translation of foreign operations		-	-
Less: Income tax effect		-	-
		-	-
B. Items that will not be reclassified subsequently to profit or loss		-	-
Re-measurement (loss)/gain of defined benefit plan		-	-
Less: Income tax effect		-	-
Total other comprehensive income for the year (net of tax) (VI)		**-**	**-**
Total comprehensive income for the year (VII = V+VI)		**41.81**	**20.40**
"Earning per equity share [Nominal value Rs. 5 each (March 31, 2025: Rs. 5)] Basic and diluted"	23	**0.21**	**0.10**

Summary of material accounting policies	2
Summary of significant accounting judgements, estimates and assumptions	3

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

As per our report of even date attached

For B. K. Khare & Co
Chartered Accountants
ICAI Firm Reg No.: 105102W

per Amit Mahadik
Partner
Membership No. 125657

Place: Pune
Date: May 04, 2026

For and on behalf of the Board of Directors of Thermax Cooling Solutions Limited

Sandeep Deshpande
Director
DIN: 09748806

Sandeep Raut
Director
DIN: 10994665

Shubham Gholap
Chief Financial Officer

Ramanan C V
Manager

Karan Parakh
Company Secretary
M. No: A61823

Place: Pune
Date: May 04, 2026

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

A Equity Share Capital^

Particulars	Note No.	No. of shares	Year ended March 31, 2026	Year ended March 31, 2025
Balance at the beginning of the year	9	20,000,000	1,000.00	1,000.00
Change in equity shares capital during the year	9	-	-	-
Balance at the end of the year	**9**	**20,000,000**	**1,000.00**	**1,000.00**

B Other equity^ (Refer note 10)

Particulars	Retained Earnings
As at April 01, 2024	**(1,004.88)**
Profit for the year	20.40
Other comprehensive income (net) (note 22)	-
As at March 31, 2025	**(984.48)**
Profit for the year	41.81
Other comprehensive income (net) (note 22)	-
As at March 31, 2026	**(942.67)**

^ There are no adjustments on account of prior period errors or due to changes in accounting policies.

Cash flow statement for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

	Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
A)	**Cash flows from operating activities**			
	Profit before tax		45.75	36.68
	Adjustments to reconcile profit before tax to net cash flows			
	Provision for impairment allowance of financial assets (net)	20	(0.78)	0.78
	Interest expense	19	0.82	0.20
	Bad debts/advances written off	20	0.46	-
	Interest income from bank	16	(3.33)	(2.62)
	Liabilities no longer required written back	16	(1.01)	(1.71)
	Working capital adjustments			
	Decrease / (Increase) in trade receivables		266.45	(266.91)
	Decrease / (Increase) in other current assets		9.15	(22.50)
	(Decrease) / Increase in trade payables		(269.55)	273.76
	(Decrease) / Increase in other current liabilities		(93.94)	94.36
	(Decrease) / Increase in other financial liabilities		(34.12)	42.04
	Increase/ (Decrease) in provisions		4.60	0.09
			(117.41)	**120.84**
	Cash generated from operations		(75.50)	154.17
	Direct taxes paid (net of refunds)		(17.28)	(2.54)
	Net cash flow (used in)/ from operating activities		**(92.78)**	**151.63**
B)	**Cash flows from/ (used in) investing activities**			
	Interest income on fixed deposit		2.96	0.74
	(Investment) in fixed deposits		(46.00)	(262.50)
	Redemption in fixed deposits		112.50	150.00
	Net cash flows (used in) investing activities		**69.46**	**(111.76)**
C)	**Cash flows from/ (used in) financing activities**			
	Interest paid		(2.02)	-
	Net cash flows from/ (used in) financing activities		**(2.02)**	**-**
	Net (decrease) in cash and cash equivalents		**(25.34)**	**39.87**
	Cash and cash equivalents at the beginning of the year		41.12	1.25
	Cash and cash equivalents at the period ended		**15.78**	**41.12**

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

	Note No.	March 31, 2026	March 31, 2025
Cash and cash equivalents	8 (a)	15.78	41.12
Balances as per Cash flow statement		**15.78**	**41.12**

As per our report of even date attached

For B. K. Khare & Co
Chartered Accountants
ICAI Firm Reg No.: 105102W

per Amit Mahadik
Partner
Membership No. 125657

Place: Pune
Date: May 04, 2026

For and on behalf of the Board of Directors of Thermax Cooling Solutions Limited

Sandeep Deshpande
Director
DIN: 09748806

Sandeep Raut
Director
DIN: 10994665

Shubham Gholap
Chief Financial Officer

Ramanan C V
Manager

Karan Parakh
Company Secretary
M. No: A61823

Place: Pune
Date: May 04, 2026

1. Corporate information

Thermax Cooling Solutions Limited ('the Company') carry business of setting up Energy Projects, Energy Exchange Platform and providing Energy Services. The Company's remaining business includes electrostatic precipitators (ESP), Regenerative Air Preheaters and related services.

The Company is a public limited company incorporated and domiciled in India. The address of its registered office is Thermax House, 14, Mumbai – Pune Road, Wakdewadi, Pune - 411003, India. The Board of Directors have authorized to issue these financial statements on May 04, 2026. The CIN of the Company is U29299PN2009PLC134761.

2 Material accounting policies

2.1 Basis of preparation, measurement

a. Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirement od Division II of Schedule III to the Companies Act, 2013 (Act) as applicable to the financial statements.

The preparation of the financial statements requires the use of certain critical accounting estimates, assumptions and judgements. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

b. Basis of measurement

The financial statements have been prepared on the accrual and going concern basis under historical cost convention except the following:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments);
- Defined benefit plans whereby the plan assets are measured at fair value.

2.2 Summary of material accounting policies

a. Current and non-current classification

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

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

b. Foreign currencies

The Company's financial statements are prepared in Rupees, which is the also functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in the Statement of profit and loss.

c. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for significant judgements, estimates and assumptions (note 3)
- Quantitative disclosures of fair value measurement hierarchy (note 26)
- Financial instruments (including those carried at amortized cost) (note 26)

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

d. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements financial assets are classified in following categories by the Company.

(i) Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/income in the statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss. This category generally applies to trade and other receivables.

(ii) Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in Statement of profit and loss.

(iii) Equity investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognized by an acquirer in a business combination to which Ind-AS 103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of profit and loss, even on the sale of the investment. However, the Company may transfer the cumulative gain or loss within equity.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- The rights to re+C23ceive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are provided in the following notes:

- Trade receivables - Refer note 5

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortised cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on EIR. The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.3 Changes in accounting policies and disclosures

New and amended standards

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after April 01, 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

The Ministry of Corporate Affairs vide notification dated May 07, 2025 and August 13, 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after April 01, 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1

As a result of the adoption of the amendments to Ind AS 1, the Company changed its accounting policy for the classification of borrowings:

"Borrowings are classified as current liabilities unless, at the end of the reporting period, the Company has a right to defer settlement of the liability for at least 12 months after the reporting period. Covenants

that the Company is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the Company is required to comply with after the reporting period do not affect the classification."

This new policy did not result in a change in the classification of the Company's borrowings. The Company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

This amendment also includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, as outlined below:

Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8. The Company does not expect this amendment to have an impact on its operations or financial statements.

(b) International Tax Reform - Pillar Two Model Rules - Amendments to Ind AS 12

The Company is not within the scope of the OECD Pillar Two Model Rules, as Pillar Two legislation has not yet been enacted in any of the jurisdictions in which the Company operates.

(c) Lack of Exchangeability - Amendments to Ind AS 21

The amended Ind AS 21 have added requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use where it is not.

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3 Summary of critical accounting estimates and judgements

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the accompanying disclosures and the disclosure of contingent liabilities as at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements.

i. Revenue from contracts with customers

A significant portion of the Company's business relates to project ant portion of the Company's business relates to project contracts which is accounted using cost-based input method, recognizing revenue as the performance on the contract progresses. This requires management to make judgement with respect to identifying contracts for which revenue need to be recognised over a period of time, depending upon when the customer consumes the benefit, when the control is passed to customer, whether the asset created has an alternative use and whether the Company has right to payment for performance completed till date, either contractually or legally. The input method requires management to make significant judgements of the extent of progress towards completion including accounting of multiple contracts which need to be combined and considered as a single contract.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

The areas involving critical estimates or judgements are:

a. Estimations used for fair value measurement (Refer note 2.2.c)

b. Estimates and assumptions related to useful lives and impairment of Property, Plant and Equipment (PPE) (Refer note 4)

c. Estimates and assumptions for income taxes (Refer note 6)

d. Estimates and assumptions related to provisions (Refer note 14)

e. Estimates, judgments and assumptions used for revenue from operations (Refer note 15)

f. Estimates and judgements used for contingent liabilities and commitments (Refer note 24)

4 (a) Property, Plant and Equipment

Accounting policy

Property, plant and equipment (PPE) are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All costs directly attibutable to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance expenses are charged to the Standalone Statement of Profit and Loss during the financial year in which they are incurred.

Gains or losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Standalone Statement of Profit and Loss when the asset is derecognized.

Depreciation on PPE is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management. The Company depreciates each part of an item of property, plant and equipment separately if cost of the part is significant in relation to the total cost of the item or principle asset and useful life is materially different from the principle asset.

The management has estimated the useful lives of certain classes of assets in order to reflect the actual usage of the assets.The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The following useful lives are estimated by the management:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Computers and data processing units	3	3 to 6

Impairment of PPE

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses including impairment on inventory are recognized in the Statement of profit or loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Description	Computer	Total
Gross carrying amount		
As at April 01, 2024	**0.88**	**0.88**
Additions	-	-
Disposals / Transfer as per demerger scheme	-	-
As at March 31, 2025	**0.88**	**0.88**
Additions	-	-
Disposals	-	-
As at March 31, 2026	**0.88**	**0.88**
Accumulated depreciation		
As at April 01, 2024	0.84	0.84
Charge for the year	-	-
Disposals / Transfer as per demerger scheme	-	-
As at March 31, 2025	**0.84**	**0.84**
Charge for the year	-	-
Disposals	-	-
As at March 31, 2026	**0.84**	**0.84**
Net Block		
As at March 31, 2026	**0.04**	**0.04**
As at March 31, 2025	0.04	0.04

5 Trade receivables

Accounting policy

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

5 (a) Current trade receivables

	As at March 31, 2026	As at March 31, 2025
At amortized cost		
Trade receivables		
(i) Related parties (note 25)	-	-
(ii) Others	-	266.13
Total receivables	**-**	**266.13**
Break-up of security details		
Secured, considered good	-	-
Unsecured, considered good	-	266.91
Trade receivables which have a significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
	-	**266.91**
Less: Impairment allowance	-	(0.78)
Total	**-**	**266.13**

The ageing of current trade receivables which are due for receipt:

Particulars		Not Due	Unbilled	Outstanding for the following period from due date of payments					Total
				Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables- considered good	March 31, 2026	-	-	-	-	-	-	-	-
	March 31, 2025	189.54	-	77.37	-	-	-	-	266.91
(ii) Undisputed trade receivables- which have significant increase in credit risk	March 31, 2026	-	-	-	-	-	-	-	-
	March 31, 2025	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables- credit impaired	March 31, 2026	-	-	-	-	-	-	-	-
	March 31, 2025	-	-	-	-	-	-	-	-
Subtotal	**March 31, 2026**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	March 31, 2025	189.54	-	77.37	-	-	-	-	266.91
Less: impairment allowance*	March 31, 2026								(0.78)
	March 31, 2025								-
Total	**March 31, 2026**								**266.13**
	March 31, 2025								-

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 receivable are due from firms or private companies respectively in which any director is a partner, a director or a member. For terms and conditions relating to related party

receivables, refer note 25.

The Company has recorded an impairment of receivables relating to amounts owed by related parties as per the policy. The assessment is undertaken each financial year by examining the final contract completion milestones of the related party with the end customer.

Trade receivables are non-interest bearing and are generally on terms of 30-90 days.

5 (b) Expected credit loss (ECL)

Accounting policy

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss and credit risk exposure on the financial assets that are debt instruments measured at amortized costs e.g. loans, deposits, trade receivables, contractual receivables and bank balances. The Company follows 'simplified approach' for recognition of impairment allowance. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment allowance based on 12-month. The Company considers current and anticipated future economic conditions relating to industries of the customer and the countries where it operates.

ECL impairment allowance (or reversal) recognized during the period is recognized as income/expense in the Statement of profit and loss under the head 'other expenses'. ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

The following table summarises the change in impairment allowance measured using the life time expected credit loss model (Pursuant to Ind AS 109):

Estimates and assumptions

The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and timing of cash flows. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

As a practical expedient, the Company uses a provision matrix to determine ECL impairment allowance on portfolio of its trade receivables and contract assets. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. The Company follows provisioning norms based on ageing of receivables to estimate the impairment allowance under ECL.

Particulars	Provision on trade receivables	
	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	0.78	-
Less: Bad debts/write off	-	-
	0.78	-
Add: Provision made during the year	-	0.78
Less: Utilized/reversed during the year	-	-
At the end of the year	**0.78**	**0.78**

6 Income taxes

Accounting policy

Tax expense comprises current tax expense and deferred tax.

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.

Current income tax relating to items recognized outside the Statement of profit and loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. The management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside the Statement of profit and loss is recognized outside the Statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

In assessing the recoverability of deferred tax assets, the Company relies on the same forecast assumptions used elsewhere in the financial statements and in other management reports, which, among other things, reflect the potential impact of climate-related development on the business, such as increased cost of production as a result of measures to reduce carbon emission.

The major components of income tax expense for the year ended are:

Statement of profit and loss

	As at March 31, 2026	As at March 31, 2025
Current income tax	3.94	16.28
Current income tax charge	0.84	16.28
Adjustments in respect of current income tax of previous years	3.10	-
Income tax expense reported in the Statement of profit and loss	**3.94**	**16.28**

7 Other assets

7 (a) Other current assets

	As at March 31, 2026	As at March 31, 2025
Unsecured considered good		
Advances to suppliers	-	11.54
Balances with government authorities	23.70	-
Others Amounts Recoverable	-	21.31
Total	**23.70**	**32.85**

There were no advances due by directors or other officers of the company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which a director is a partner or a member.

8 (a) Cash and cash equivalents

Accounting policy

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- in current accounts	15.78	41.12
Total	**15.78**	**41.12**

8 (b) Other bank balances

	As at March 31, 2026	As at March 31, 2025
Deposits with original maturity of more than 3 months but less than 12 months *	48.25	114.38
Total	**48.25**	**114.38**

9 Share capital

Accounting policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares or stock options are recognized as a deduction from equity, net of any related income tax effects.

	As at March 31, 2026	As at March 31, 2025
Authorized shares		
100,000,000 (March 31, 2025 : 100,000,000) Equity Shares of Rs 5 /- each.	5,000.00	5,000.00
	5,000.00	**5,000.00**
Issued, subscribed and fully paid share capital		
20,000,000 (March 31, 2025 : 20,000,000) Equity Shares of Rs 5 /- each.	1,000.00	1,000.00
Total issued, subscribed and fully paid-up share capital	**1,000.00**	**1,000.00**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the period

	No. of shares	Amount
Equity share of Rs. 5 each issued, subscribed and fully paid		
As at April 01, 2024	**20,000,000**	**1,000.00**
Changes during the year	-	-
As at March 31, 2025	**20,000,000**	**1,000.00**
Changes during the year	-	-
As at March 31, 2026	20,000,000	1,000.00

(b) Terms/ rights attached to equity shares

The Company has one class of equity shares having a par value of Rs. 5 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c) Equity shares held by holding company/ promoter

	As at March 31, 2026	As at March 31, 2025
Thermax Limited	1,000.00	1,000.00
20,000,000 (March 31, 2025: 20,000,000) equity shares of Rs. 5/- each fully paid		

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2026	As at March 31, 2025
Thermax Limited*		
%	100.00	100.00
No. of shares (including 6 share held by nominee shareholders)*	20,000,000	20,000,000

*As per the records of the company, including it's register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents the legal ownership of shares.

*Includes 6 shares (March 31, 2025: 6 shares) held by nominee shareholders.

(e) There are no buy back of shares/issue of shares for consideration other than cash during the period of five years immediately preceding the reporting date.

(f) All other notes mandated by Schedule III of the Act are not applicable to the Company.

10 Other equity

Accounting policy

Dividend to equity shareholders is recognized as a liability in the period in which the dividends are approved by the equity shareholders. Interim dividends that are declared by the Board of Directors without the need for equity shareholders' approvals are recognized as a liability and deducted from shareholders' equity in the year in which the dividends are declared by the Board of directors.

	As at March 31, 2026	As at March 31, 2025
Reserves and surplus		
Retained earnings		
Opening balance	(984.48)	(1,004.88)
Add: Profit for the year	41.81	20.40
Movement during the year	41.81	20.40
Items of other comprehensive income recognized directly in retained earnings:		
Re-measurements gain of post-employment benefit obligations	-	-
Net (deficit) in the statement of profit and loss	**(942.67)**	**(984.48)**
Total	**(942.67)**	**(984.48)**

11 Trade payables

11 (a) Current trade payables

	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises (note 11 (b))	1.14	92.66
Total outstanding dues of creditors other than micro and small enterprises		
(i) Related parties (note 25)	-	133.59
(ii) Others	1.96	48.61
Total	**3.10**	**274.86**

For terms and conditions with related parties, refer note 25.

Trade payables are non-interest bearing and are generally on terms of 30-90 days.

The ageing of current trade receivables which are due for receipt:

Particulars		Not Due	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
(i) Outstanding dues of micro and small enterprises	March 31, 2026	1.02		0.12	-	-	1.14
	March 31, 2025	63.51	29.14	-	-	-	92.66
(ii) Outstanding dues of creditors other than micro and small enterprises	March 31, 2026	1.94	0.02	-	-	-	1.96
	March 31, 2025	155.06	1.26	-	-	-	156.32
(iii) Disputed dues of micro and small enterprises	March 31, 2026	-	-	-	-	-	-
	March 31, 2025	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro and small enterprises	March 31, 2026	-	-	-	-	-	-
	March 31, 2025	-	-	-	-	-	-
Subtotal	**March 31, 2026**	**2.96**	**0.02**	**0.12**	**-**	**-**	**3.10**
	March 31, 2025	218.57	30.41	-	-	-	248.97
Unbilled trade payables	March 31, 2026						
	March 31, 2025						25.89
Total	**March 31, 2026**						**3.10**
	March 31, 2025						274.86

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

11 (b) Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006.*

	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	0.12	92.46
- Interest due thereon	1.02	0.20
The amount of interest paid by the Company 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		-
The amount of payment made to the supplier beyond the appointed day during the period	90.68	39.28
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	0.81	0.18
The amount of interest accrued and remaining unpaid at the end of each accounting year	0.81	0.20
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	1.02	0.20

*Information in this regard is on the basis of intimation received, on request made by the Company, with regards to registration of vendors under said Act.

12 Other financial liabilities

	As at March 31, 2026	As at March 31, 2025
At amortized cost		
Employee related payables	0.06	0.06
Other payables to group company (note 25) *	20.26	54.38
Total	**20.32**	**54.44**

13 Other current liabilities

	As at March 31, 2026	As at March 31, 2025
Unearned revenue (note 15) (contract liabilities)	-	74.09
Statutory dues and other liabilities*	0.71	20.56
Total	**0.71**	**94.65**

* mainly includes GST, tax deducted at source, provident fund etc.

14 Provisions

Accounting policy

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Warranty provisions

Provisions for warranty-related costs are recognized when the product is sold or service provided to the customer. Initial recognition is based on historical experience. The initial estimate of warranty related costs is revised annually.

Provision for onerous contracts

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the expected net cost of continuing with the contract. Before a provision is established, the Company recognizes any impairment loss on the assets associated with that contract.

Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Statement of profit and loss in subsequent periods.

Past service costs are recognized in the Statement of profit and loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognizes related restructuring costs

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:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. The Company presents the leave as a current liability in the balance sheet as it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

14 (a) Current provisions

	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity	1.29	1.29
Provision for leave encashment	0.02	0.02
	1.31	**1.31**
Other provisions		
Provision for warranties	4.60	-
	4.60	**-**
Total	**5.91**	**1.31**

Movement in provisions for warranties

	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	-	-
Additional provisions recognised	4.60	-
Provisions (utilized)/(reversed) during the year	-	-
At the end of the year	**4.60**	**-**

15 Revenue from operations

Accounting policy

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks. The Company collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The specific recognition criteria described below must also be met before revenue is recognized.

The Company has following streams of revenue:

(i) Revenue from Engineering, Procurement and Construction contracts

Engineering, Procurement and Construction contracts are contracts (or a group of contracts secured together) specifically negotiated for the construction of an asset which refers to any project for construction of plants and systems, involving designing, engineering, fabrication, supply, erection (or supervision thereof), commissioning, guaranteeing performance thereof etc., execution of which is spread over different accounting periods. The Company identifies distinct performance obligations in each contract. For most of the project contracts, the customer contracts with the Company to provide a significant service of integrating a complex set of tasks and components into a single project or capability. Hence, the entire contract is accounted for as one performance obligation.

The Company may promise to provide distinct goods or services within a contract, in which case the Company separates the contract into more than one performance obligation. If a contract is separated into more than one performance obligation, the Company allocates the total transaction price to each performance obligation in an amount based on the estimated relative standalone selling prices of the promised goods or services underlying each performance obligation. The Company uses the expected cost plus a margin approach to estimate the standalone selling price of each performance obligation in case of contracts with more than one distinct performance obligations.

The Company uses cost-based measure of progress (or input method) for contracts because it best depicts the transfer of control to the customer which occurs as it incurs costs on contracts. Under the cost-based measure of progress, the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated profits, are recorded proportionally as costs are incurred.

The Company estimates variable consideration amount which it expects to be entitled under the contract and includes it in the transaction price to the extent it is highly probable that a significant reversal of cumulative revenue recognized will not occur and when the uncertainty associated with it is subsequently resolved. The estimates of variable consideration and determination of whether to include estimated amounts in the transaction price are based largely on an assessment of the anticipated performance and all information (historical, current and forecasted) that is reasonably available. Penalties/claims for any delay or improper execution of a contract are recognized as a deduction from revenue. In the balance sheet, such provisions are presented on net basis of the contract receivables.

Costs associated with bidding for contracts are charged to the Standalone Statement of Profit and Loss when they are incurred. Costs that relate directly to a contract and are incurred in securing the contract are included as part of the contract costs if they can be separately identified and measured reliably and it is probable that the contract will be obtained.

The Company provides for warranty provision for general repairs up to 12 – 24 months on its EPC contracts, in line with the industry practice. A liability is recognized at the time the contract is concluded. The Company does not provide any extended warranties.

Contract modification, when approved by both the parties to the contract, are considered as modification, if it creates new or changes the existing enforceable rights and obligations. Most of the contract modifications are not distinct from the existing contracts due to the significant integration service provided under the contract prior to modifications and are therefore, accounted for as part of the existing contract. The effect of a contract modification is recognized as an adjustment to revenue on a cumulative catch-up basis.

The Company combines two or more contracts entered into at or near the same time with the same customer (or related parties of the customer) and accounts for the contracts as a single contract if one or more of the following criteria are met:

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

(a) the contracts are negotiated as a package with a single commercial objective;

(b) the amount of consideration to be paid in one contract depends on the price or performance of the other contract; or

(c) the goods or services promised in the contracts (or some goods or services promised in each of the contracts) are a single performance obligation.

(ii) Revenue from sale of goods

If the criteria for revenue under over-a-period of time as mentioned above are not met, the company recognizes revenue at point-in-time. The point-in-time is determined when the control of the goods is transferred which is generally determined based on when the significant risk and rewards of ownership are transferred to the customer. Apart from this, the Company also considers its present right of payment, the legal title to the goods, the physical possession and the customer acceptance in determining the point in time where the control has been transferred. The Company provides for warranty provision for general repairs up to 12-24 months on its products sold, in line with the industry practice. A liability is recognized at the time the product is sold. The Company does not provide any extended warranties.

(iii) Revenue from Sale of services

Revenue in respect of operation and maintenance contract, awarded on a standalone basis or included in long term contracts and identified as a separate performance obligation, is recognized as the related services are performed on a time proportion basis under the contracts.

Estimates and assumptions

Constructions contracts

- Provisions for liquidated damages claims (LD's): The Company provides for LD claims where there have been significant contract delays and it is considered probable that the customer will successfully pursue such a claim. This requires an estimate of the amount of LD's payable under a claim which involves a number of management judgements and assumptions regarding the amounts to recognize.

- Project cost to complete estimates: at each reporting date, the Company is required to estimate costs to complete on fixed-price contracts. Estimating costs to complete on such contracts requires the Company to make estimates of future costs to be incurred, based on work to be performed beyond the reporting date. This estimate will impact revenues, cost of sales, work-in-progress, billings in excess of costs and estimated earnings and accrued contract expenses.

- Recognition of contract variations: the Company recognises revenues and margins from contract variations where it is considered probable that they will be awarded by the customer and this requires management to assess the likelihood of such an award being made by reference to customer communications and other forms of documentary evidence.

- Provision for onerous contracts: The Company provides for future losses on long-term contracts where it is considered probable that the contract costs are likely to exceed revenues in future years. Estimating these future losses involves a number of assumptions about the achievement of contract performance targets and the likely levels of future cost escalation over time. Refer note 19 to the financial statements.

Judgements

Revenue recognition on construction contracts

A significant portion of the Company's business relates to construction of assets which are accounted using percentage-of-completion method, recognizing revenue as the performance on the contract progresses. This requires Management to make judgement with respect to identifying contracts which need to be accounted under percentage-of-completion method, depending upon the level of customization and the period of the fulfilment of the performance obligations under the contract. The percentage-of-completion method requires Management to make significant estimates of the extent of progress towards completion including accounting of multiple contracts which need to be combined and considered as a single contract.

(a) Revenue from contracts with customers:

	March 31, 2026	March 31, 2025
Revenue from services	4.51	1.94
Revenue from projects and products	74.09	385.91
Total revenue from contracts with customers	**78.60**	**387.85**

(b) Other operating income

	March 31, 2026	March 31, 2025
Exchange fluctuation gain (net)	(0.05)	0.03
	(0.05)	**0.03**
Total revenue from operations	**78.55**	**387.88**

(c) Disclosure pursuant to Ind AS 115: Revenue from contracts with customers

i) Revenue by category of contracts:

	March 31, 2026	March 31, 2025
Over a period of time basis	74.09	385.91
At a point-in-time basis	4.51	1.94
Total revenue from contracts with customer	**78.60**	**387.85**

Revenue by geographical market:

	March 31, 2026	March 31, 2025
Within India	74.09	385.91
Outside India	4.51	1.94
Total revenue from contracts with customer	**78.60**	**387.85**

ii) Contract balances

Accounting Policy

Contract assets: A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional and are transferred to Trade receivables on completion of milestones and its related invoicing. Contract assets are recorded in balance sheet as unbilled revenue.

Contract liabilities: A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company satisfies the performance obligation. Contract liabilities are recorded in balance sheet as unearned revenue and Customer advances.

The following table provides information about contract balances from contracts with customers as at the reporting date:

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

	As at March 31, 2026	As at March 31, 2025
Trade receivables (note 5 (a))	-	266.13
Unearned revenue (Contract liability) (note 13)	-	74.09

Contract assets primarily relate to the Company's rights to consideration for work completed but not billed at the reporting date on from projects and customised contracts. The Contract assets are transferred to Trade receivables when the rights become unconditional.

The Contract liabilities relate to the unearned revenue (excess of billings or invoicing over revenue) and advance consideration received from customers and performance obligations still to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised, with no impact on the Company's cash position.

iii) Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the year:

	March 31, 2026	March 31, 2025
Unearned revenue	-	-
Customer advance	-	-

iv) Changes in unbilled revenue and unearned revenue for the year

The explanation of the significant changes in the contract asset and the contract liability balances during the reporting period is presented in the table below

	March 31, 2026	March 31, 2025
Opening unbilled revenue (note 10 (b))	-	-
Opening unearned revenue (note 13)	74.09	-
	(74.09)	**-**
- Transfer of contract assets to receivable from opening unbilled revenue	-	-
- Increase in revenue as a result of changes in the measure of progress from the opening unearned revenue	-	-
- Transfer of contract assets to receivable	-	-460.00
- Increase in revenue as a result of changes in the measure of progress	74.09	385.91
- Onerous loss during the period	-	-
- Others*	**-**	**-**
Closing unbilled revenue (note 10 (b))	-	-
Closing unearned revenue (note 13)	**-**	**74.09**

* includes adjustments on account of onerous contracts, impairment allowance for the year etc

Performance obligation in project or a group of projects which are contracted at or near same time and negotiated simultaneously, are combined for the purpose of evaluation. The Company has estimated that multiple commitments pertaining to engineering procurement and commissioning of such projects is as single performance obligation which is spread over different accounting periods.

Performance obligation for products are evaluated on standalone basis, recognised at point in time. Generally, performance obligations for such contracts have an original expected duration of one year or less.

There are no major contracts with customers which have significant financing component included within them and therefore there is no difference between the timing of satisfaction of performance obligation vis a vis the timing of the payment.

Remaining performance obligations

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date.

	March 31, 2026	March 31, 2025
Amount of revenue yet to be recognised for contracts in progress	-	74.09

The Company expects that a significant portion of the remaining performance obligation will be met in next 12-24 months.

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts that have an original expected duration of one year or less.

v) Reconciliation between revenue recognised in Statement of profit and loss and contract price

There is no significant variation between revenue recognised in Statement of profit and loss and contract price except price variation claims, which are considered to be part of contract price.

16 Other income

Accounting policy

Interest income

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

	March 31, 2026	March 31, 2025
Interest income from financial assets at amortized cost	3.33	2.62
Liabilities no longer required written back	1.01	1.71
Miscellaneous income	-	0.20
Total	**4.34**	**4.53**

17 Projects bought outs and components consumed

	March 31, 2026	March 31, 2025
Inventories at the beginning of the year	-	-
Projects bought outs and Components	5.73	263.52
	5.73	**263.52**
Inventories at the end of the year	-	-
Total	**5.73**	**263.52**

18 Employee benefits expense

	March 31, 2026	March 31, 2025
Salaries and wages	12.76	10.06
Contribution to provident and other funds	0.07	0.68
Gratuity expense (note 27)	-	0.15
Staff welfare expenses	-	0.02
Total	**12.83**	**10.91**

19 Finance cost

Accounting policy

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

	March 31, 2026	March 31, 2025
Interest expense	2.84	0.20
Total	**2.84**	**0.20**

20 Other expenses

	March 31, 2026	March 31, 2025
Freight and forwarding charges	-	6.62
Site expenses and contract labour charges	31.31	17.74
Drawing, design and technical service charges	-	5.22
Rates and taxes	(23.49)	29.43
Travelling and conveyance	-	0.58
Legal and professional fees (includes payment to auditors; note 21)	2.77	7.25
Bad debts/ advances written off	0.46	-
Provision for impairment of financial assets (net of reversals)	(0.78)	0.78
Warranty expenses (net)	4.60	-
Miscellaneous expenses (includes printing, communication, postage, security expense, etc.)	0.87	13.48
Total	**15.74**	**81.10**

21 Payment to auditors

	March 31, 2026	March 31, 2025
As auditor		
Audit fee	1.50	2.27
In other capacity		
Other services (Certification and reimbursement of expenses)	-	-
Total	**1.50**	**2.27**

22 Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity (net of income tax) is shown below:

During the year ended March 31, 2026

	Retained Earnings
Re-measurement (losses)/gains on defined benefit plans	-
Total	**-**

During the year ended March 31, 2025

	Retained Earnings
Re-measurement gains/(losses) on defined benefit plans	0.46
Total	**0.46**

23 Earnings Per Share (EPS)

Accounting policy

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares (which includes the various stock options granted to employees).

The diluted potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (that is the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all years presented for any share splits and bonus shares issues including for changes effected prior to the authorization for issue of the financial statements by the Board of Directors.

	March 31, 2026	March 31, 2025
Net profit attributable to the equity shareholders of the Company	41.81	20.40
Weighted average number of equity shares of Rs.5/- each (Nos.)	20,000,000.00	20,000,000.00
Basic and diluted EPS	0.21	0.10

24 Contingent liabilities

Accounting policy

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Judgements

Legal contingencies

The Company has received various orders and notices from tax authorities in respect of direct taxes and indirect taxes. The outcome of these matters may have a material effect on the financial position, results of operations or cash flows. Management regularly analyzes current information about these matters and provides provisions for probable contingent losses including the estimate of legal expense to resolve the matters. In making the decision regarding the need for loss provisions, management considers the degree of probability of an unfavourable outcome and the ability to make a sufficiently reliable estimate of the amount of loss. The filing of a suit or formal assertion of a claim against the company or the disclosure of any such suit or assertions, does not automatically indicate that a provision of a loss may be appropriate.

a) Taxes

	March 31, 2026	March 31, 2025
Disputed GST and or VAT balances / liabilities		
- Tax	109.52	29.97
- Interest	82.09	24.92
- Penalty	10.95	3.00
Income tax matters	-	-

There are certain laws suits, disputes etc., including commercial matters that arises from time to time in the ordinary course of business for which amounts are not quantifiable by the management. However, based on management's assessment under Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets", that the claims against the Company are not tenable/ probability of final outcome against the Company is low and therefore not disclosed as Contingent liability.

** Pursuant to the NCLT Order dated 20th December 2023 approving the Scheme of Demerger, with effect from the Appointed Date, any proceedings relating to the Demerged Undertaking initiated against Thermax Cooling Solutions Limited ("the Company") shall be managed as per the directions of Thermax Instrumentation Limited ("the Resulting Company").*

All related costs, liabilities and obligations shall be borne by the Resulting Company, which has undertaken to indemnify the Company. Accordingly, no liability is considered to be attributable to the Company in respect of such matters.

b) The Company has issued various guarantees for performance, advances etc. The management has considered the probability for outflow of the same to be remote and accordingly no amounts has been disclosed here.

25 Related party disclosures

A Holding Company and Utimate Holding Companies

Sr No.	Particulars	Place of business/ Country of incorporation	Ownership interest		Type
			March 31, 2026	March 31, 2025	
1	RDA Holdings Private Limited	India	0%	0%	Ultimate holding company
2	Thermax Limited	India	100%	100%	Holding company

B Fellow Subsidiaries with whom transactions have taken place during the year :

Sr No.	Particulars	Place of business/ Country of incorporation
1	Thermax Instrumentation Ltd	India

C Key Management Personnel :

Sr.No.	Name	Designation
1	Ravi Shewade	Manager (upto May 2, 2024)
2	Chandrahasan Venkata Ramanan	Manager (w.e.f. July 29, 2024)
3	Ajit Sharma	Chief Financial Officer (upto July 17, 2024)
4	Sunil Raina	Director (upto. April 10, 2024)
5	Bhavesh Chheda	Director (upto. March 31, 2025)
6	Sandeep Raut	Director (w.e.f. March 26, 2025)
7	Shubham Gholap	Chief Financial Officer (w.e.f. July 29, 2024)
8	Sandeep Deshpande	Director (w.e.f. November 3, 2022)
9	Kirtiraj Jilkar	Director (w.e.f. July 28, 2022)
10	Karan Parakh	Company Secretary (w.e.f. February 2, 2023)

D Individuals having control or significant influence over the Company by reason of voting power, and their relatives:

1 Mrs. Meher Pudumjee - Chairperson of Holding Company

2 Mrs. Anu Aga - Relative of Chairperson of Holding Company

3 Mr. Pheroz Pudumjee - Director of Holding Company

4 Mr. Zahaan Pudumjee - Relative of Chairperson of Holding Company

5 Ms. Lea Pudumjee - Relative of Chairperson of Holding Company

E Enterprise, over which control is exercised by individuals listed in 'D' above:

1	Thermax Foundation	India

(a) Transactions with related parties:

	As at March 31, 2026	As at March 31, 2025
Transactions during the year		
Thermax Limited:		
Purchase	-	146.00
Expenses recovered	12.17	9.80
Reimbursement of expenses	-	21.71
Thermax Instrumentation Limited		
Expenses recovered	**-**	**11.18**

(b) Balances with related parties:

	As at March 31, 2026	As at March 31, 2025
Balances as at the year end		
Thermax Limited		
Other Amounts Recoverable	-	2.09
Other financial liability	20.26	29.71
Thermax Instumentation Limited		
Other Amounts Recoverable	-	19.22
Other financial liability	-	24.67

(c) KMP Remuneration#

Particulars	March 31, 2026	March 31, 2025
Chandrahasan Venkata Ramanan*	-	-
Shubham Gholap*	-	-
Karan Parakh	12.17	9.71

#Does not include gratuity and leave encashment since the same is calculated for all employees of the company as a whole.

*No remuneration is paid by the company.

(d) Terms and conditions of related party transactions

The sales to and purchases from related parties are assessed to be at arm's length transactions by the management. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash.

26 Fair value measurements

a) Category of financial instruments and valuation techniques

Break-up of financial assets carried at amortised cost

	As at March 31, 2026	As at March 31, 2025
Trade receivables	-	266.13
Cash and cash equivalents	15.78	41.12
Bank balances other than cash and cash equivalents	48.25	114.38
Total	**64.03**	**421.63**
Current assets	64.03	421.63
Non-current assets	-	-
Total	**64.03**	**421.63**

The management has assessed that the carrying amounts of the above financial instruments appoximate their fair values.

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Break up of financial liabilities carried at amortised cost

	As at March 31, 2026	As at March 31, 2025
Trade payable	3.10	274.86
Other liabilities	20.32	54.44
Total	**23.42**	**329.30**
Current liabilities	23.42	329.30
Non current liabilities	-	-
Total	**23.42**	**329.30**

The management has assessed that the carrying amounts of the above financial instruments appoximate their fair values.

27 Financial risk management

The Company's principal financial liabilities comprise trade and other payables and borrowings. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables and cash and cash equivalents that derive directly from its operations. The Company's borrowings and investments are designated as financial liabilities and assets through profit or loss respectively.

Risk is inherent in the Company's activities but it is managed through a process of on going identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. No significant changes were made in the risk management objectives and policies during the years ended March 31, 2026 and March 31, 2025.

I Market risk

Market risk is the risk that the value of an asset will fluctuate as a result of changes in market variables such as interest rates, foreign exchange rates and equity prices, whether those changes are caused by factors specific to the individual investment or its issuer or factors affecting all investments traded in the market.

Market risk is managed on the basis of pre-determined asset allocations across various asset categories, diversification of assets in terms of geographical distribution and industry concentration, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a 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. Other than cash credit facility, the Company does not have any borrowings and hence there is no significant exposure to the risk of changes in market interest rates.

b Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

Foreign exchange risk is managed on the basis of limits determined by management and a continuous assessment of current and expected exchange rate movements and entering into derivative contracts (foreign currency forward contracts) that hedge the maximum period of exposure of underlying transactions (i.e. highly probable forecast sales and purchases).

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

c Price risk

The Company is not exposed to such kind of risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments and bank deposits

Credit risk from balances with banks and mutual funds is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2026 and March 31, 2025 is the carrying amounts as disclosed in Note 8(a) and 8(b).

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, the Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

Particulars	Less than 1 year	1 to 3 years	More than 3 years	Total
As at March 31, 2026				
Borrowings	-	-	-	-
Trade payables	3.10	-	-	3.10
Other financial liabilities :				-
Employee related payables	0.06	-	-	0.06
Customer deposits	-	-	-	-
Other payables	20.26	-	-	20.26
	23.42	**-**	**-**	**23.42**
As at March 31, 2025				
Borrowings	-	-	-	-
Trade payables	274.86	-	-	274.86
Other financial liabilities :				
Employee related payables	0.06	-	-	0.06
Customer deposits	-	-	-	-
Other payables	54.38	-	-	54.38
	329.30	**-**	**-**	**329.30**

28 Key Financial Ratios

The following are analytical ratios for the year ended March 31, 2026 and March 31, 2025:

Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31, 202	Variance	Reasons for variance
Current ratio	Current assets	Current liabilities	2.88	1.04	1.78	The increase in current ratio reflects a strengthened liquidity position, supported by lower outstanding liabilities, particularly trade payables.
Return on equity ratio	Profit after tax	Average shareholder's equity	1.15	1.92	-0.40	ROE decreased due to increase in equity base.
Debtors turnover ratio	Revenue from operations	Average trade receivables	-	1.46	-1.00	
Trade payables turnover ratio	Total supplier purchases*#	Average trade payables	11.06	1.29	7.55	
Net capital turnover ratio	Revenue from operations	Working capital **	1.37	25.06	-0.95	
Net profit ratio	Profit after tax	Revenue from operations	0.53	0.05	9.12	Net profit ratio improved due to higher profitability in a project.
Return on capital employed (ROCE)	Profit before tax + finance cost	Capital employed ***	0.78	1.33	-0.41	ROCE declined during the year on account of increase in capital employed despite higher profitability.

Explanations:

** Total current assets - Total current liabilities

*** Total equity

#Projects bought outs and components consumed + Purchase of traded goods + (Increase) / decrease in inventories

*#Projects bought outs and components consumed + Purchase of traded goods + Other expenses - Provision for impairment allowance of financial asset (net) -Warranty expenses (net)

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

29 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital 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. No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2025 and March 31, 2026.

	As at March 31, 2026	As at March 31, 2025
Trade payables	3.10	274.86
Less: Cash and cash equivalents	(64.03)	(155.50)
Net (surplus) / debt	**(60.93)**	**119.36**
Equity	57.33	15.52
Capital and net debt	**(118.26)**	**103.84**

30 Other Statutory Information

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

(ii) The Company do not have any transactions with companies struck off.

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

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

(v) 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:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) 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:

(a) 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

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

(vii) The Company has not made 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).

31 Compliance with section 143(3) for maintenance of books of account

The Company has used accounting software's for maintaining its books of account 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. However, the audit trail feature is not enabled for changes made to master data in four accounting software's and changes made to the underlying database using privileged/administrative access rights. Further no instance of audit trail feature being tampered with was noted in respect of accounting software. Additionally, the audit trail of prior year has been preserved as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

As per our report of even date attached

For B. K. Khare & Co
Chartered Accountants
ICAI Firm Reg No.: 105102W

per Amit Mahadik
Partner
Membership No. 125657

Place: Pune
Date: May 04, 2026

For and on behalf of the Board of Directors of
Thermax Cooling Solutions Limited

Sandeep Deshpande
Director
DIN: 09748806

Sandeep Raut
Director
DIN: 10994665

Shubham Gholap
Chief Financial Officer

Ramanan C V
Manager

Karan Parakh
Company Secretary
M. No: A61823

Place: Pune
Date: May 04, 2026

Thermax Babcock & Wilcox Energy Solutions Limited

Board of Directors
Ashish Bhandari, Chairman
Rajendran Arunachalam
Rajani Kesari
Shyamak R. Tata
B.C. Rajesh
Pravin Karve
ceased (w.e.f. July 07, 2025)

Registered Office
Dhanraj Mahal, 2nd Floor,
Chhatrapati Shivaji Maharaj Marg,
Near Regal Cinema, Colaba,
Mumbai - 400039, Maharashtra, India

Auditors
Price Waterhouse
Chartered Accountants LLP
7th floor, Tower A, wing 1,
Business Bay Airport Road,
Yerwada, Pune 411006.

Key Managerial Personnel
B.C. Rajesh, Chief Executive Officer
Sandeep Deshpande, Chief Financial Officer
(w.e.f May 7, 2025)
Apurva Gupte, Company Secretary

Corporate office
Energy House,
D-II Block, Plot No.38/39,
MIDC Chinchwad
Pune - 411019

Bankers
ICICI Bank Ltd.
Citibank N.A.,
Hong Kong & Shanghai Banking Corporation,
Union Bank of India
Axis Bank

Manufacturing Facility
Plot No. A-2 & A-3, Khandala Industrial Area, Phase-I, MIDC, Village Kesurdi, Tal-Khandala, Dist. Satara-412802, Maharashtra.
Plant No. 5, 12, 15 at D-13, MIDC, Industrial Area, R.D. Aga road, Chinchwad, Pune- 411019
Survey No. 169, Village Dhrub, Taluka Mundra, Mundra 370421, District Kutch, Gujarat.
Plot No 21-1/2/3, GIDC Manjusar, Taluka Savali, District - Vadodara - 391775, Gujarat.

DIRECTORS' REPORT

Dear Shareholders,

Your directors take pleasure to present the Sixteenth Annual Report, together with the audited financial statements of your company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs.in crore)

Particulars	2025-26	2024-25
Total income	**2688.44**	2410.99
Profit/(Loss) before exceptional items and tax	**321.56**	303.05
Exceptional items	**(6.64)**	-
Profit /(Loss) before tax	**314.92**	303.05
Current Tax	**82.40**	73.90
Deferred tax	**(1.80)**	3.48
Profit/ (Loss) for the year	**234.32**	225.67

STATE OF COMPANAY'S AFFAIRS

During the year, your company remained focused on its portfolio of both conventional and green solutions spanning Solid Fuel (Subcritical and Supercritical), Waste-to-Energy, Waste Heat Recovery, and Oil & Gas, covering both new projects and retrofits. As the focus on energy transition and energy security continues to evolve, your company is well positioned to leverage its technology, capabilities, and expertise across both conventional and emerging energy solutions.

Your company secured orders across a diversified mix of product groups and geographies, with demand from sectors such as power, refinery, oil & gas, cement, steel, and distillery. International markets continued to offer growth opportunities across Southeast Asia, the Middle East and Africa, supported by strong execution.

Through a sustained focus on execution excellence, along with disciplined working capital management and operational rigor, your company reinforced its commitment to customer satisfaction and sound financial management.

AMOUNTS TRANSFERRED TO RESERVES

During the year there was no amount to be transferred to reserves.

DIVIDEND

The Board of Directors have recommended a dividend of Rs. 2.5/- (25%) per equity share of face value of Rs. 10/- each for the year ended March 31, 2026.

The dividend is subject to the approval of members at the ensuing Annual General Meeting (AGM).

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report.

CHANGES IN SHARE CAPITAL, IF ANY

No change in paid up share capital.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company has incorporated a subsidiary Thermax Energy Solutions Company at the Kingdom of Saudi Arabia on January 28, 2026.

DEPOSITS

The company has not accepted any deposits under Chapter V of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of section 186 of the Companies Act, 2013 are given in the Financial Statements.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The company has constituted the Audit & Risk Management Committee in accordance with the provisions of the Companies Act, 2013 and thus direct access to the Chairperson of the Audit & Risk Management Committee in exceptional or appropriate cases would be provided in the said mechanism.

EMPLOYEE STRENGTH

The total number of permanent staff and workmen as on March 31, 2026 was 1,168.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, duly amended, in respect of employees of the company, will be provided upon request. In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it.

Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on the conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014, is provided as Annexure 1.

BUSINESS RISK MANAGEMENT

The company has instituted proven and established best practices for risk management, adopted from its holding company. It utilizes a structured and documented project risk and opportunity management system to review bids for new business. Risk management and mitigation is an integral part of this process. It also tracks and manages identified risks through periodic reviews during project execution.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Internal audit observations and recommendations are presented to the audit & risk management committee for implementation of improvements/ modification of controls, as needed.

The internal control systems are adequate and commensurate with the nature and size of the business.

There are no findings which have significantly impacted the financial reporting.

SECRETARIAL STANDARDS

The Company has complied with the Secretarial standards issued by the Institute of Company Secretaries of India.

INTERNAL AUDIT

The internal audit at Thermax Group is carried out by the in-house Internal Audit Department with co-sourcing support. For scope determination, planning the audit and conducting reviews, the Internal audit department has been consistently following an audit cycle of July to June every year, which ensures review of transactions included in financial year April to March. The internal audit is risk based with a focus on controls for management of risks. The Directors consider this approach to meet the desired purpose of Internal Audit.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the annual evaluation of the performance of the Board, its committees and Directors was carried out.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Directors

Mr. Pravin Karve has ceased to be Director of the Company w.e.f. July 07, 2025.

As per the provisions of the Companies Act, 2013 and the company's Articles of Association, Mr. B.C. Rajesh retires by rotation and being eligible offers himself for re-appointment as director.

Key Managerial Personnel (KMP)

Mr. Sandeep Deshpande was appointed as the Chief Financial Officer (CFO) and Key Managerial Personnel (KMP) of the Company w.e.f May 7, 2025.

Board Meetings

During the year, the Board met five times on May 7, 2025, June 27, 2025, July 29, 2025, November 10, 2025 and January 30, 2026. The intervening gap between the meetings was within the prescribed limit mentioned under the Companies Act, 2013. Details of meetings attended by the members are as follows:

Name	Date of Board meeting				
	May 7, 2025	June 27, 2025	July 29, 2025	November 10, 2025	January 30, 2026
Mr. Ashish Bhandari	P	P	P	P	P
Mr. Shyamak Tata	P	P	P	P	P
Mr. Rajendran Arunachalam	P	A	P	P	P
Mr. Pravin Karve*	P	A	NA	NA	NA
Mr. B. C Rajesh	P	P	P	P	P
Mrs. Rajani Kesari	P	A	P	P	P

** Ceased during the year NA: Not applicable P: Present A: Absent*

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134 (3) (c) of the Companies Act, 2013, your directors, to the best of their knowledge and belief and according to the information and explanations obtained by them, state that -

a) In the preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards have been followed;

b) Appropriate accounting policies have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as on March 31, 2026 and of the profit of the company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d) The annual accounts have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

BOARD COMMITTEES

Presently, the Board has the following three committees:

- Audit & Risk Management Committee
- Nomination & Remuneration Committee
- Corporate Social Responsibility Committee

Name of the Committee	Members/ Date of meetings	Date of Meeting				
		May 7, 2025	July 29, 2025	November 10, 2025	November 25, 2025	January 30, 2026
Audit & Risk Management Committee	Mr. Shyamak Tata	P	P	P	P	P
	Mr. Rajendran Arunachalam	P	P	P	P	P
	Mrs. Rajani Kesari	P	P	P	P	P

P: Present

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

Committee meeting was held on March 27, 2026 and Mr. Rajendran Arunachalam and Mr. B.C Rajesh were present at the meeting. The committee comprises of Mr. Rajendran Arunachalam, Mr. B.C. Rajesh and Mr. Ashish Bhandari.

NOMINATION & REMUNERATION COMMITTEE:

The committee comprises of Mr. Rajendran Arunachalam, Mr. Ashish Bhandari and Mrs. Rajani Kesari. The committee meeting was held on May 07, 2025, which was attended by all committee members.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and in the ordinary course of business. The 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 is given in Annexure 4 in form AOC 2 and the same forms part of this report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the company and its future operations.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The company is committed to provide a safe and conducive work environment to its employees.

During FY 2025-26, the company received one complaint under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, which was duly resolved.

No complaint was pending as on March 31, 2026.

STATUTORY AUDITORS

M/s. Price Waterhouse Chartered Accountants LLP were appointed as the statutory auditors of the Company till the conclusion of the 20th Annual General Meeting (AGM) of the company.

SECRETARIAL AUDITORS

In accordance with the provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the company has appointed M/s. Amit Jaste & Associates, Company Secretaries, Mumbai as the Secretarial Auditor of the Company. The Secretarial Audit Report is annexed herewith as "Annexure 5" and is self-explanatory.

COST AUDITORS

In terms of Section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Amendment Rules, 2014, M/s. Dhananjay V. Joshi & Associates, Cost Accountants, Pune was appointed as the Cost Auditors of the company.

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12)

During the year under review, there were no frauds reported by the auditors to the Audit & Risk Management Committee or the Board under section 143(12) of the Act.

EXPLANATIONS/COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARK MADE BY STATUTORY OR SECRETARIAL AUDITOR

Not applicable as no qualifications or remarks were made by the auditor in its report or by the secretarial auditor in its secretarial audit report.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

As a part of its initiatives under Corporate Social Responsibility (CSR), the Company has undertaken projects mainly in the area of education. The projects are in accordance with Schedule VII of the Companies Act, 2013. The CSR initiatives have been undertaken through Thermax Foundation. The detailed report on CSR is annexed as Annexure 2.

THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016 and there is no instance of onetime settlement with any Bank or Financial Institution.

ACKNOWLEDGEMENTS

Your directors wish to place on record their gratitude for the valuable assistance and cooperation extended to the company by its employees, bankers, customers, strategic partners and all the stakeholders. Your directors look forward to their continued support in the future as well.

For and on behalf of the Board of Directors of
Thermax Babcock & Wilcox Energy Solutions Ltd.

Place: Pune,
Date: May 6, 2026

Ashish Bhandari
Chairman
DIN: 05291138

Annexure-1

Energy Conservation, Technology Absorption and Foreign Exchange Earnings & Outgo

[Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

A. Conservation of Energy

(i) Steps taken for Conservation of Energy

During the year, the following measures were taken for energy and resource conservation.

1. Electricity:

The Company remained focused on enhancing energy efficiency across its manufacturing facilities and office locations through the implementation of various energy conservation measures. These initiatives helped in optimizing energy consumption and improving overall operational efficiency.

During the year, Shirwal sourced 49% of its energy from solar power and 51% from grid electricity, strengthening its renewable energy adoption.

These initiatives have not only helped company to reduce its energy consumption and greenhouse gas emissions but also to improve its operational efficiency and reduce cost. During the year, greenhouse gas emissions from electricity consumption reduced by 8% compared to the previous year.

2. Fuel:

At Chinchwad, the LDO-based furnace was converted to PNG, enabling the transition to a cleaner fuel source and contributing towards reduced emissions and improved operational sustainability that leads to 57% reduction in carbon emission from previous year.

During the year, greenhouse gas emissions from fuel consumption reduced by 5% compared to the previous year.

3. Water:

Water conservation continues to remain a key focus area across locations, driven by the adoption of innovative technologies, efficient water management practices, and resource optimization initiatives. During the year, multiple projects were implemented across manufacturing units to reduce fresh water consumption, enhance water reuse, and strengthen sustainable water stewardship practices. In recognition of these efforts, the Shirwal and Savli units were certified as water positive during the year.

At Shirwal, a dedicated pipeline network was laid to utilize treated water and pond water for toilet flushing, reducing dependency on fresh water sources. At Savli, an advanced IoT-based water management system was implemented, incorporating digital float switches, solenoid valves, electromagnetic flow meters, and Web SCADA for real-time monitoring and control of water usage. The unit also enhanced rainwater utilization within the facility and implemented several water-saving projects to improve operational efficiency.

These initiatives collectively resulted in a 16% reduction in water consumption at Savli and a 13% reduction at Shirwal compared to the previous year.

ii) Steps taken by the company for utilizing alternate sources of energy:

The Company continues to strengthen its focus on adoption of alternate and renewable energy sources across its manufacturing locations to improve energy sustainability and reduce environmental impact. During the year, the Savli unit continued utilizing solar energy, with solar power contributing 12% of its total energy consumption. At Shirwal, the share of green energy consumption increased from 40% in the previous year to 49% this year.

Expenditure on R&D- Nil

Foreign exchange Earnings and Outgo

During the year the company had Foreign Exchange inflow Rs. 796.49 crores and Foreign Exchange outflow of Rs. 210.42 crores.

Thermax Babcock & Wilcox Energy Solutions Limited

Annexure-2

Annual Report on CSR Activities and CSR Policy

1. A brief outline on CSR Policy of the company

The Company is a wholly owned subsidiary of Thermax Limited. The Company is committed to contribute to the welfare of the community in which it is carrying out its business operations. Being a wholly owned subsidiary of Thermax Limited, it has been decided that the CSR policy of the company will be aligned with the CSR policy of Thermax Limited and the CSR activities of the company shall be conducted through Thermax Foundation (TF).

2. Composition of the CSR Committee

Details of the Committee members are as follows:

Sl. No.	Name of the Director	Designation /Nature of Directorship	Number of Meetings of the CSR Committee Held during the Year	Number of Meetings of the CSR Committee Attended During the Year
1	Rajendran Arunachalam	Chairman	1	1
2	Ashish Bhandari	Director	1	0
3	B.C. Rajesh	Director	1	1

3. Provide the web link where the composition of the CSR committee, CSR policy and CSR projects approved by the Board are disclosed on the website of the company -

4. Average net profit of the company as per section 135(5): **Rs. 186.89 crore**

5. (a) Two per cent of average net profit of the company as per section 135(5): **Rs. 3.74 crore**

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **NA**

(c) Amount required to be set off for the financial year, if any: **NA**

(d) Total CSR obligation for the financial year (7a+7b- 7c): **Rs. 3.74 crore**

6. (a) CSR amount spent or unspent for the financial year

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount Transferred to Unspent CSR Account as per Section 135(6)		Amount Transferred to Any Fund Specified Under Schedule VII as per Second Provision to Section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
3,14,00,000,	60,00,000	April 27, 2026	NIL	-	-

(b) Excess amount for set off, if any

Sr. No.	Particulars	Amount (in Rs.)
(i)	Two per cent of the average net profit of the company as per section 135(5)	**3,74,00,000.**
(ii)	Total amount spent for the financial year	**3,14,00,000**
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.00 crore
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

7. (a) Details of unspent CSR amount for the preceding three financial years

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub- section (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	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 Rs)
					Amount (in Rs)	Date of Transfer	Date of Transfer	
NIL								

(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)
Sr. No.	**Project ID**	**Name of the Project**	**Financial Year in which the Project was Commenced**	**Project Duration**	**Total Amount Allocated for the Project (in Rs.)**	**Amount Spent on the Project in the Reporting Financial Year (in Rs.)**	**Cumulative Amount Spent at the End of the Reporting Financial Year (in Rs.)**	**Status of the Project - Completed /Ongoing**
NIL								

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

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): During the FY 2025-26, the Company allocated Rs. 1.75 crores to an ongoing project; Restoration-based Bio-Energy and Sustainable Agri Income Development at Somnath Cluster. Out of the said amount, Rs. 60 Lacs has been transferred to the unspent CSR account as per Section 135(6) of the Act and will be spent under the Act and Companies (CSR Policy) Rules, 2014.

B.C. Rajesh
(Chief Executive Officer & Director)

Rajendran Arunachalam
(Chairman, CSR Committee)

Annexure 3

Policy on selection and appointment of Directors and remuneration of Directors, KMP's and employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Non-Executive Directors (NEDs), based on the requirements of the organization, including the qualifications of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors. This Policy is based on the TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the nature of appointment as Director vis-à-vis any conflict-of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration:

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Non- Executive Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees and commission as may be decided. They also shall be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

(3) Criteria for selection of MD/ WTD & CEO:

For selection of the MD/ WTD and CEO, the NRC shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfils such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component.

(ii) The division is based on the fixed salary and performance bonuses.

(iii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

Based on the Annual Business Plan prepared, Individual Contribution Plan (ICP) is prepared by the Senior Management which is agreed upon. It broadly contains certain targets for strategic objectives, operational excellence-oriented initiatives, and business deliverables.

Annexure 4

Form No. AOC-2

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

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

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

The Company has not entered into any contracts / arrangements with its related parties which are not in the ordinary course of business or not at arm's length basis.

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

There were certain transactions entered into by the company with parties who are related within the meaning of Indian Accounting Standard (Ind AS 24 and Section 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 28 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
Thermax Babcock & Wilcox Energy Solutions Limited

Ashish Bhandari
Chairman
DIN: 05291138

Date: May 6, 2026

Thermax Babcock & Wilcox Energy Solutions Limited

ANNEXURE 5 TO THE DIRECTORS' REPORT

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,
THERMAX BABCOCK & WILCOX ENERGY SOLUTIONS LIMITED
Dhanraj Mahal, 2nd Floor, Chhatrapati Shivaji Maharaj Marg,
Near Regal Cinema, Colaba Mumbai MH 400039

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Thermax Babcock & Wilcox Energy Solutions Limited (hereinafter called 'the Company')**. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

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

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **(not applicable to the Company during the Audit period)**

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; **(not applicable to the Company during the Audit period)**

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):- **(Following sub-clauses (a) to (h) are not applicable to the Company during the Audit period as Company continues to be an Unlisted Public Company in its Articles under Section 2(71) of the Act)**

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

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

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

d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021;

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

(vi) Following important specific laws applicable to the Company, were complied with, as confirmed by the Company:

a. The Boilers Act, 2025

I have also examined compliance with applicable clauses of the following:

(i) Secretarial Standards (SS.1 relating to meetings of Board of Directors & SS.2 relating to General Meetings) issued by the Institute of Company Secretaries of India.

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **(Not applicable to the Company during the Audit Period)**

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, except when meetings were called at shorter notice as permitted u/s. 173(3) of the Act and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of Board of Directors or Committee of Board as the case maybe.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period:

- The Company at Extra Ordinary General meeting held on 3rd July, 2025, passed a special resolution to increase the limit under section 186 upto Rs.2000 Cr.

For Amit Jaste & Associates
Practising Company Secretaries

Amit Jaste **FCS No.:7289**
Proprietor **CP No.:12234**
Date : May 06, 2026
Place: Mumbai
UDIN:F007289H000294950

Peer review no: 1751/2022

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

"ANNEXURE A"

To,
The Members,
THERMAX BABCOCK & WILCOX ENERGY SOLUTIONS LIMITED
Dhanraj Mahal, 2nd Floor,
Chhatrapati Shivaji Maharaj Marg,
Near Regal Cinema, Colaba
Mumbai MH 400039

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

1) Maintenance of secretarial records is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.

2) I 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. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

3) I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4) Wherever required, I 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. My 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 Amit Jaste & Associates
Practising Company Secretaries

Amit Jaste **FCS No.:7289**
Proprietor **CP No.:12234**
Date : May 06, 2026
Place: Mumbai
UDIN:F007289H000294950

Peer review no: 1751/2022

Thermax Babcock & Wilcox Energy Solutions Limited

Independent Auditor's Report

To the Members of Thermax Babcock & Wilcox Energy Solutions Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Thermax Babcock & Wilcox Energy Solutions Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 "Auditors' Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' report, but does not include the financial statements and our auditors' report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - 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 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 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 auditors' 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 auditors' 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.

10. 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.

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

Other Matter

12. The financial statements of the Company for the year ended March 31, 2025, were audited by prior auditors under the Act who, vide their report dated May 07, 2025, expressed an unmodified opinion on those financial statements.

Report on other legal and regulatory requirements

13. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

(c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the 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 the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 27 to the financial statements;

ii. The Company has made provision, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer Note 16 and Note 17 to the financial statements;

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, as disclosed in Note 40 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 40 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The dividend declared and paid by the Company during the year in respect of the prior year ended March 31, 2025 is in accordance with Section 123 of the Act to the extent it applies to declaration and payment of dividend. Further, as stated in Note 14(b) to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

vi. Based on our examination, which included test checks, the Company has used multiple accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software as described in Note 36 to the financial statements. During the course of our audit, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention, as stated in Note 36 to the financial statements.

15. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Amit Borkar
Partner
Membership Number: 109846
UDIN: 26109846XEJBLI9119
Place: Pune
Date: May 06, 2026

Annexure A to Independent Auditors' Report

Referred to in paragraph 14(f) of the Independent Auditors' Report of even date to the members of Thermax Babcock & Wilcox Energy Solutions Limited on the financial statements as of and for the year ended March 31, 2026.

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Thermax Babcock & Wilcox Energy Solutions Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Amit Borkar
Partner
Membership Number: 109846
UDIN: 26109846XEJBLI9119
Place: Pune
Date: May 06, 2026

Annexure B to Independent Auditors' Report

Referred to in paragraph 13 of the Independent Auditors' Report of even date to the members of Thermax Babcock & Wilcox Energy Solutions Limited on the financial statements for the year ended March 31, 2026

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

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

(B) The Company is maintaining proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment of the Company are physically verified by the Management according to a phased programme designed to cover all the items over a period of 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 4(a) and Note 4(b) to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or Intangible Assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) or Intangible Assets does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The physical verification of inventory excluding stocks with third parties has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

(b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account. (Also, refer Note 11 to the financial statements). Further, the Company has not filed the returns for the quarter ended March 31, 2026 and, accordingly, the question of our commenting under clause 3(ii)(b) to that extent, does not arise.

iii. (a) The Company has made investments in mutual fund schemes, corporate fixed deposits, bonds and granted unsecured loans to employees. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans to parties other than subsidiaries, joint ventures and associates are as per the table given below:

	Loans (Rs. in Crores)
Aggregate amount granted during the year - Others	1.83
Balance outstanding as at balance sheet date in respect of the above cases - Others	0.92

(Also, refer Note 10(b) to the financial statements)

(b) In respect of the aforesaid investments and loans, the terms and conditions under which such loans were granted/investments were made are not prejudicial to the Company's interest.

(c) In respect of the loans, the schedule of repayment of principal and payment of interest has been stipulated, and the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.

(d) In respect of the loans, there is no amount which is overdue for more than ninety days.

(e) There were no loans which have fallen due during the year and were renewed/extended. Further, no fresh loans were granted to same parties to settle the existing overdue loans.

(f) There were no loans which were granted during the year, including to promoters/ related parties that were repayable on demand or without specifying any terms or period of repayment.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its certain products and services. We have broadly reviewed the books of account maintained by the Company pursuant to the said requirement, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

(vii) (a) In our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of provident fund, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including employees' state insurance, income tax, duty of customs, duty of excise, goods and services tax and other statutory dues, as applicable, with the appropriate authorities. However, there are no arrears of statutory dues outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) The particulars of statutory dues referred to in sub-clause (a) as at March 31, 2026 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs. In Crores)	Period to which the amount relates	Forum where the dispute is pending
The Central Excise Act, 1944	Excise duty	1,238.85	FY 2000-01 to FY 2017-18	Supreme Court
Income Tax Act, 1961	Income Tax	4.91	AY 2011-12, AY 2012-13 and AY 2017-18	Assessing officer (AO) (Mumbai, Maharashtra)
		112.50	AY 2013-14 to AY 2016-17, AY 2021-22 and AY 2023-24	Commissioner of Income Tax (Appeals) (Mumbai, Maharashtra)

Central Sales Tax and Local Sales tax	Sales tax and Value Added Tax	1.91	FY 2007-08, FY 2009-10 to FY 2017-18	Appellate Tribunal (Maharashtra)
		0.99	FY 2014-15	Appellate Tribunal (Andhra Pradesh)
		1.32	FY 2006-07 and FY 2014-15	First Appellate Authority (Gujarat)
The Indian Custom Act 1962	Custom duty	10.01	FY 2006-07	Appellate Tribunal, Mumbai
		0.61	FY 2017-18, FY 2018-19	Commissioner of customs (Appeal), Maharashtra
Goods and Services Tax Act, 2017	Goods and Services Tax	28.29	FY 2019-20, FY 2020-21 and FY 2021-22	Appellate Authority upto Commissioner Level (Maharashtra)
	Refund of Goods and Services Tax	0.41	FY 2018-19	Commissioner of Central Tax (Appeals), Maharashtra

(viii) There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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) On an overall examination of the 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 subsidiary.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiary.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Further, no such report has been filed by any other auditor appointed by the Company under the Act. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, the Company has received whistle-blower complaints during the year, which have been considered by us for any bearing on our audit and reporting under this clause.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company has constituted an Audit Committee voluntarily, though the provisions of Section 177 of the Act do not apply to the Company and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

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

(b) We are unable to obtain some of the Internal Audit Reports for the period August 01, 2025 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the directors. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has 1 CICs as part of the Group as detailed in Note 5(b) to the financial statements.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

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

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the 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) (a) The Company has not transferred the amount of Corporate Social Responsibility remaining unspent under sub-section (5) of Section 135 of the Act in respect of "other than ongoing projects" to a Fund specified in Schedule VII to the Act until the date of our report. However, the time period for such transfer, i.e., six months of the

expiry of the financial year as permitted under the second proviso to sub-section (5) of Section 135 of the Act has not elapsed until the date of our report. Details are as given below:

Financial year	Amount to be spent in accordance with Section 135(5)	Amount remaining unspent as at the year-end to be transferred to fund under Sch. VII	Amount transferred to Fund under Sch. VII, within 6 months from end of financial year (or till the date of audit report, if that is earlier)	Amount transferred to Fund under Sch. VII, after 6 months from end of financial year (till the date of audit report)	Amount not transferred to Fund under Sch. VII, till the date of audit report
FY 2025-26	3.74	0.60	-	-	0.60

(b) The Company has transferred the amount of Corporate Social Responsibility remaining unspent under sub-section (5) of Section 135 of the Act to a special account in compliance with the provision of sub-section (6) of Section 135 of the Act. (Also, refer Note 25(c) to the financial statements)

xxi. The reporting under clause 3(xxi) of the Order relates to audit of Consolidated Financial Statements, which is not applicable to the Company. Accordingly, no comment in respect of this clause has been included.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Amit Borkar
Partner
Membership Number: 109846
UDIN: 26109846XEJBLI9119
Place : Pune
Date : May 06, 2026

Thermax Babcock & Wilcox Energy Solutions Limited

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

	Notes	As at March 31, 2026	As at March 31, 2025
Assets			
I. Non-current assets			
Property, plant and equipment	4 (a)	239.55	244.57
Capital work-in-progress	4 (a)	0.77	1.10
Right-of-use assets	4 (b)	41.03	41.75
Intangible assets	4 (c)	4.80	6.06
Financial assets:			
(a) Investments	5 (a)	73.74	74.07
(b) Loans	7 (a)	0.62	0.98
(c) Other financial assets	8 (a)	128.40	292.00
Contract assets	6 (b)	-	13.93
Deferred tax assets (net)	9	59.47	36.46
Income tax assets (net)		45.61	26.30
Other non-current assets	10 (a)	0.44	0.53
Total non-current assets		**594.43**	**737.75**
II. Current assets			
Inventories	11	245.63	153.83
Financial assets:			
(a) Investments	5 (b)	376.45	217.15
(b) Trade Receivables	6 (a)	608.37	504.86
(c) Cash and cash equivalents	12(a)	76.12	55.49
(d) Other bank balance	12(b)	321.51	459.92
(e) Loans	7 (b)	0.30	0.35
(f) Other financial assets	8 (b)	44.42	31.88
Contract assets	6 (b)	146.98	105.70
Other current assets	10 (b)	215.22	83.05
Total current assets		**2,035.00**	**1,612.23**
Total assets (I+II)		**2,629.43**	**2,349.98**
Equity and liabilities			
III. Equity			
Equity share capital	13	628.22	628.22
Other equity	14 (a)	444.97	415.19
Total equity		**1,073.19**	**1,043.41**
IV. Non-current liabilities			
Provisions	17 (a)	9.08	7.57
Total non-current liabilities		**9.08**	**7.57**
V. Current liabilities			
Financial liabilities:			
(a) Trade payables			
Total outstanding dues of micro enterprises and small enterprises	15 (a)	232.94	185.79
Total outstanding dues of creditors other than micro enterprises and small enterprises	15 (a)	350.63	249.08
(b) Other financial liabilities	16	125.14	40.44
Provisions	17 (b)	99.38	104.08
Income tax liabilities (net)		11.55	11.10
Other current liabilities	18	727.52	708.51
Total current liabilities		**1,547.16**	**1,299.00**
Total Liabilities		**1,556.24**	**1,306.57**
Total equity and liabilities (III+IV+V)		**2,629.43**	**2,349.98**
Summary of material accounting policies	2		
Summary of critical accounting estimates and judgements	3		

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Chartered Accountants
Firm Registration Number: 012754N/N500016

Amit Borkar
Partner
Membership No. 109846

Place: Pune
Date: May 06, 2026

For and on behalf of the Board of Directors of
Thermax Babcock & Wilcox Energy Solutions Limited

Rajendran Arunachalam
Director
DIN: 08446343

Rajesh Bukinkere
Director and CEO
DIN: 10486449

Sandeep Deshpande
Chief Financial Officer

Apurva Gupte
Company Secretary

Place: Pune
Date: May 06, 2026

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	19	2,606.17	2,341.26
Other income	20	82.27	69.73
Total Income (I)		**2,688.44**	**2,410.99**
Expenses			
Cost of raw materials and components consumed	21	1,461.40	1,324.12
Changes in inventories of finished goods, work-in-progress	22	(1.58)	8.45
Employee benefits expense	23	232.08	213.41
Site expenses and contract labour charges		313.50	228.36
Net impairment losses/(reversals) on financial and contract assets		2.50	(5.01)
Finance costs	24	5.73	8.94
Depreciation and amortisation expense	4 (d)	18.87	18.69
Other expenses	25 (a)	334.38	310.98
Total expenses (II)		**2,366.88**	**2,107.94**
Profit before exceptional items and tax (III) = (I-II)		**321.56**	**303.05**
Exceptional items [gain/(loss)] (IV)	39	(6.64)	-
Profit before tax (V) = (III - IV)		**314.92**	**303.05**
Tax expense/(credit)	9		
Current tax		82.40	73.90
Deferred tax		(1.80)	3.48
Total tax expense (VI)		**80.60**	**77.38**
Profit for the year (VII) = (V - VI)		**234.32**	**225.67**
Other comprehensive income			
A. Items that will not be reclassified subsequently to profit or loss			
Re-measurement gain/(loss) of defined benefit plan		(0.39)	(2.45)
Less: Income tax effect		0.10	0.62
	26 (b)	(0.29)	(1.83)
B. Items that will be reclassified subsequently to profit or loss			
Net gain/(loss) on cash flow hedges		(83.87)	(9.12)
Less: Income tax effect		21.11	2.29
	26 (b)	(62.76)	(6.83)
Net other comprehensive income for the year (net of tax) (VIII)		**(63.05)**	**(8.66)**
Total comprehensive income for the year (IX) = (VII+VIII)		**171.27**	**217.01**
Earnings per equity share (Basic and Diluted) [Nominal value per share Rs. 10/- (March 31, 2025: Rs. 10/-)]	26 (a)	3.73	3.59
Summary of material accounting policies	2		
Summary of critical accounting estimates and judgements	3		

The accompanying notes are an integral part of these financial statements.

For Price Waterhouse Chartered Accountants LLP
Chartered Accountants
Firm Registration Number: 012754N/N500016

Amit Borkar
Partner
Membership No. 109846

Place: Pune
Date: May 06, 2026

For and on behalf of the Board of Directors of
Thermax Babcock & Wilcox Energy Solutions Limited

Rajendran Arunachalam
Director
DIN: 08446343

Rajesh Bukinkere
Director and CEO
DIN: 10486449

Sandeep Deshpande
Chief Financial Officer

Apurva Gupte
Company Secretary

Place: Pune
Date: May 06, 2026

Thermax Babcock & Wilcox Energy Solutions Limited

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

(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

(a) Equity Share Capital

	Notes	As at March 31, 2026 (No. of Shares)	As at March 31, 2026 (Amounts)	As at March 31, 2025 (No. of Shares)	As at March 31, 2025 (Amounts)
Balance at the beginning of the year	13	62,82,22,500	628.22	62,82,22,500	628.22
Changes in equity shares capital during the year	13	-	-	-	-
Balance at the end of the year	13	**62,82,22,500**	**628.22**	**62,82,22,500**	**628.22**

(b) Other Equity [Refer Note 14(a)]

Particulars	Reserves and surplus					Other reserves	Total other equity
	Capital redemption reserve	Capital reserve	Retained earnings	Share option outstanding account	Total	Cash flow hedge reserve	
As at April 1, 2024	**-**	**156.91**	**41.46**	**0.06**	**198.43**	**(0.46)**	**197.97**
Profit for the year	-	-	225.67	-	**225.67**	-	**225.67**
Other Comprehensive Income (net)	-	-	(1.83)	-	**(1.83)**	(6.83)	**(8.66)**
Total comprehensive income	**-**	**-**	**223.84**	**-**	**223.84**	**(6.83)**	**217.01**
Transferred to Capital redemption reserve	52.70	-	(52.70)	-	**-**	-	**-**
Shared based payment expense (note 34)	-	-	-	0.21	**0.21**	-	**0.21**
Exercise of share option (note 34)	-	-	-	-	**-**	-	**-**
As at March 31, 2025	**52.70**	**156.91**	**212.60**	**0.27**	**422.48**	**(7.29)**	**415.19**
Profit for the year	-	-	234.32	-	**234.32**	-	**234.32**
Other Comprehensive Income (net)	-	-	(0.29)	-	**(0.29)**	(62.76)	**(63.05)**
Total comprehensive income	**-**	**-**	**234.03**	**-**	**234.03**	**(62.76)**	**171.27**
Dividends paid			(141.35)		**(141.35)**		**(141.35)**
Shared based payment expense (note 34)	-	-	-	0.20	**0.20**	-	**0.20**
Exercise of share option (note 34)	-	-	-	(0.34)	**(0.34)**	-	**(0.34)**
As at March 31, 2026	**52.70**	**156.91**	**305.28**	**0.13**	**515.02**	**(70.05)**	**444.97**

Summary of material accounting policies (Note 2)

Summary of critical accounting estimates and judgements (Note 3)

The accompanying notes are an integral part of these financial statements.

For Price Waterhouse Chartered Accountants LLP
Chartered Accountants
Firm Registration Number: 012754N/N500016

Amit Borkar
Partner
Membership No. 109846

Place: Pune
Date: May 06, 2026

For and on behalf of the Board of Directors of
Thermax Babcock & Wilcox Energy Solutions Limited

Rajendran Arunachalam
Director
DIN: 08446343

Rajesh Bukinkere
Director and CEO
DIN: 10486449

Sandeep Deshpande
Chief Financial Officer

Apurva Gupte
Company Secretary

Place: Pune
Date: May 06, 2026

Statement of Cash Flows for the year ended March 31, 2026

(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

		Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
A)	**Cash flows from operating activities**			
	Profit before tax		314.92	303.05
	Adjustments to reconcile profit before tax to net cash flows from operations			
	Depreciation/amortization on property, plant and equipment, right-of-use assets and intangible assets	4 (d)	18.87	18.69
	Provision for impairment allowance of financial assets (net)	25 (a)	2.50	(5.01)
	Provision for advances (net)		(0.18)	1.06
	Interest expense	24	1.54	5.05
	Unwinding of discount on provisions	24	4.19	3.89
	Unrealized foreign exchange (gain)/loss		6.11	0.96
	Interest income	20	(65.42)	(39.13)
	Liabilities no longer required written back	20	(1.16)	(1.25)
	Net gain/(loss) on fair value changes of mutual funds	20	14.00	(10.62)
	Net gain on sale of mutual funds	20	(26.75)	(15.24)
	(Profit)/Loss on sale/discard of property, plant and equipment (net)	25 (a)	0.15	0.10
	Share based payment expenses	23	0.20	0.21
	Bad debts	25 (a)	0.18	12.01
	Working capital adjustments			
	(Increase)/Decrease in trade receivables		(97.33)	(133.95)
	(Increase)/Decrease in inventories		(91.80)	14.45
	(Increase)/Decrease in contract asset		(28.78)	60.98
	(Increase)/Decrease in other financial assets		(110.82)	(75.32)
	(Increase)/Decrease in other assets		(131.99)	5.95
	(Decrease)/increase in trade payables		146.05	78.36
	(Decrease)/increase in other liabilities		20.17	318.98
	(Decrease)/increase in provisions		(7.87)	11.97
	(Decrease)/increase in other financial liabilities		71.74	8.29
	Cash generated from operations		**38.52**	**563.48**
	Direct taxes paid (net of refunds received)		(101.26)	(76.32)
	Net cash flows from operating activities		**(62.74)**	**487.16**
B)	**Cash flows (used in)/from investing activities**			
	Purchase of property, plant and equipment, right of use (ROU) assets and intangible assets		(11.90)	(15.07)
	Sale of property, plant and equipment and intangible assets		0.30	0.30
	Loan given to Holding Company		-	(345.00)
	Loan repayment from Holding Company		-	345.00
	Investment in fixed deposits		(206.00)	(819.03)
	Redemption of fixed deposits		473.03	420.05
	Purchase of investments		(1,027.99)	(810.89)
	Proceeds from sale of investments		958.10	912.24
	Interest received		39.62	33.47
	Net cash flows (used in)/from investing activities		**225.16**	**(278.93)**
C)	**Cash flows (used in)/from financing activities**			
	Proceeds from borrowings		20.00	-
	Repayment of borrowings		(20.00)	(85.06)
	Redemption of preference shares		-	(52.70)
	Dividend on preference shares paid		-	(25.30)
	Dividend on equity shares paid		(141.35)	-
	Interest paid		(0.44)	(3.90)
	Net cash flows (used in)/from financing activities		**(141.79)**	**(166.96)**
	Net increase/(decrease) in cash and cash equivalents		**20.63**	**41.27**
	Cash and cash equivalents at the beginning of the year		55.49	14.22
	Cash and cash equivalents at the end of the year		**76.12**	**55.49**

Reconciliation of cash and cash equivalents as per the Statement of Cash Flows

	Notes	As at March 31, 2026	As at March 31, 2025
Balances with Bank			
- in current accounts	12(a)	16.10	6.21
- in Exchange Earners Foreign Currency (EEFC) account	12(a)	-	10.27
- in deposits with original maturity of less than three months	12(a)	60.02	39.01
Cash and cash equivalents at the end of the year		**76.12**	**55.49**

The above statement of cash flows has been prepared under the "indirect method" as set out in Ind AS 7 'Statement of cash flows'

Summary of material accounting policies	2
Summary of critical accounting estimates and judgements	3

The accompanying notes are an integral part of these financial statements.

For Price Waterhouse Chartered Accountants LLP
Chartered Accountants
Firm Registration Number: 012754N/N500016

Amit Borkar
Partner
Membership No. 109846

Place: Pune
Date: May 06, 2026

For and on behalf of the Board of Directors of
Thermax Babcock & Wilcox Energy Solutions Limited

Rajendran Arunachalam
Director
DIN: 08446343

Rajesh Bukinkere
Director and CEO
DIN: 10486449

Sandeep Deshpande
Chief Financial Officer

Apurva Gupte
Company Secretary

Place: Pune
Date: May 06, 2026

Thermax Babcock & Wilcox Energy Solutions Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

1. Corporate information

Thermax Babcock & Wilcox Energy Solutions Limited (the "Company") is a Company domiciled in India. The Company is engaged in designing, engineering, fabrication, supply, erection, operations and maintenance services, commissioning of subcritical and supercritical boilers. The Company caters to both domestic and international markets. The address of its registered office is Dhanraj Mahal, 2nd Floor, Chhatrapati Shivaji Maharaj Marg, Near Regal Cinema, Colaba, Mumbai 400039, India. These financial statements are authorized for issue by the Board of Directors on May 06, 2026. The CIN of the Company is U29253MH2010PLC204890.

2 Material Accounting Policies

2.1 Basis of preparation and measurement

(a) Basis of preparation

These financials statements are 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, ("the Act") (Ind AS compliant schedule III) as applicable to the financial statements.

The preparation of the financial statements requires the use of certain critical accounting judgements, estimates and assumption. It also requires the management to exercise judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are critical to the financial statements are disclosed in the note 3.

(b) Basis of measurement

The financial statements have been prepared on the accrual and going concern basis under historical cost convention except the following:

- Certain financial assets and liabilities (including derivative instruments) is measured at fair value;
- Defined benefit plans whereby the plan assets are measured at fair value.
- Equity settled ESOP at grant date fair value at each reporting date.

2.2 Summary of material accounting policies

(a) Current and non-current classification

An entity shall classify an asset as current when:

(i) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle

(ii) it holds the asset primarily for the purpose of trading

(iii) it expects to realise the asset within twelve months after the reporting period (other than for long-term projects), or

(iv) the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets shall be classified as non-current.

An entity shall classify a liability as current when:

(i) it expects to settle the liability in its normal operating cycle

(ii) it holds the liability primarily for the purpose of trading

(iii) the liability is due to be settled within twelve months after the reporting period (other than for long-term projects), or

(iv) it does not have the right at the end of the reporting period to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities shall be classified as non-current.

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

During the year ended March 31, 2026, the Company has reassessed the period of its normal operating cycle based on the nature of its business, the time required for procurement of inputs, execution of operations, delivery of goods and services, and realization of receivables in the ordinary course of business. Based on this assessment, management has concluded that the Company's normal operating cycle for the purpose of classification of assets and liabilities under Ind AS in case of long term projects is contract specific.

Accordingly, the classification of assets and liabilities as current and non-current in these financial statements has been revised to reflect the updated operating cycle in accordance with Ind AS 1, Presentation of Financial Statements, and Schedule III to the Companies Act, 2013.

In the case of long-term projects, operating cycle of the Company exceeds one year covering the duration of the contract and extends upto the realisation of receivables (including retention monies) within the credit period normally applicable to the respective contract. Accordingly, for classification of assets and liabilities related to such contracts as current, duration of each individual contract is considered as its operating cycle.

(b) Foreign currencies

The Company's financial statements are prepared in Indian Rupees (Rs.), which is also the functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in the Statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the date of the initial transactions.

(c) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. The Company applies fair value measurement when an Ind AS requires or permits fair value measurement for disclosures about fair value measurements except for Ind AS which prescribe measurement and disclosures such as:

a) Share based payment transactions covered by Ind AS 102 - "Share based payments";

b) Leasing transactions covered by Ind AS 116 - "Leases".

In such cases, 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. In addition or further, fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for significant judgments, estimates and assumptions (Note 3)
- Quantitative disclosures of fair value measurement hierarchy (Note 30)
- Financial instruments (including those carried at amortised cost) (Note 30)

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

(d) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss)
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to present subsequent changes in fair value in other comprehensive income.

At initial recognition, the Company measures a financial asset (excluding trade receivables which do not contain a significant financing component) at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Company classifies its instruments:

(i) Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortisation is included in finance costs/income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

(ii) Debt instrument at fair value through profit or loss (FVTPL)

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net within other gains/ (losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity investments:

All equity investments in scope of Ind AS 109 - "Financial Instruments", are subsequently measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are provided in the following notes:

- Trade receivables and contract assets- Refer note 6;

(e) Financial liabilities

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial

guarantee contracts and derivative financial instruments. Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortised cost.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. After initial recognition, the financial liabilities are measured at amortised cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized 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 cost that are integral part on EIR. The EIR amortisation is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(f) Derivative financial instruments and hedge accounting

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as forward currency contracts, to hedge its foreign currency risks. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to the Statement of profit and loss, except for the effective portion of cash flow hedges, which is recognized in OCI and later reclassified to profit or loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

For the purpose of hedge accounting, hedges are classified as "Cash flow hedges" when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognized asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognized firm commitment.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated. Hedges that meet the strict criteria for hedge accounting are accounted for, as cash flow hedge.

Cash flow hedges

The effective portion of the gain or loss on the hedging instrument is recognized in OCI in the cash flow hedge reserve, while any ineffective portion is recognized immediately in the Statement of profit and loss. The Company uses forward currency contracts as hedges of its exposure to foreign currency risk in forecast transactions and firm commitments. The ineffective portion relating to foreign currency contracts is recognized in statement of profit and loss.

Amounts recognized in OCI are transferred to the Statement of profit and loss when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognized or when a forecast sale occurs. When the hedged item is the cost of a non-financial asset or non-financial liability, the amounts recognized in OCI are transferred to the initial carrying amount of the non-financial asset or liability. If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognized in OCI remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met.

2.3 Changes in accounting policies and disclosures

New and amended standards

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after April 01, 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

The Ministry of Corporate Affairs vide notification dated May 07, 2025 and August 13, 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after April 01, 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1

As a result of the adoption of the amendments to Ind AS 1, the Company changed its accounting policy for the classification of borrowings:

"Borrowings are classified as current liabilities unless, at the end of the reporting period, the Company has a right to defer settlement of the liability for at least 12 months after the reporting period. Covenants that the Company is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the Company is required to comply with after the reporting period do not affect the classification."

This new policy did not result in a change in the classification of the Company's borrowings. The Company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

This amendment also includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, as outlined below:

Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8. The Company does not expect this amendment to have an impact on its operations or financial statements.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

(b) International Tax Reform - Pillar Two Model Rules - Amendments to Ind AS 12

The Company is not within the scope of the OECD Pillar Two Model Rules, as Pillar Two legislation has not yet been enacted in any of the jurisdictions in which the Company operates.

(c) Lack of Exchangeability - Amendments to Ind AS 21

The amended Ind AS 21 have added requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use where it is not.

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

2.4 Climate-related matters

The Company considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the Company due to both physical and transition risks. Even though the Company believes its business model and products will still be viable after the transition to a low-carbon economy, climate-related matters increase the uncertainty in estimates and assumptions underpinning several items in the financial statements. Even though climate-related risks might not currently have a significant impact on measurement, the Company is closely monitoring relevant changes and developments, such as new climate-related legislation.

3 Critical accounting estimates and judgments

In the application of the Company's accounting policies and preparation of financial statements, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgements are:

a. Estimates and assumptions related to useful lives and impairment of Property, Plant and Equipment (PPE) (Refer note 4);

b. Estimations used for impairment of financial assets and contract assets (Refer note 6);

c. Estimates and assumptions for income taxes (Refer note 9);

d. Estimates and assumptions related to provisions (Refer note 17);

e. Estimates, judgments and assumptions used for revenue from operations (Refer note 19);

f. Estimates and judgements used for contingent liabilities (Refer note 27);

g. Estimations used for fair value measurement (Refer note 30);

4 (a) Property, plant and equipment

Accounting policy

Property, plant and equipment (PPE) are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any, all significant costs relating to the acquisition and installation of property, plant and equipment are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the Statement of profit and loss during the financial year in which they are incurred.

Gains or losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Depreciation on PPE is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management. The Company depreciates each part of an item of property, plant and equipment separately if cost of the part is significant in relation to the total cost of the item or principle asset and useful life is materially different from the principle asset.

The management has estimated the useful lives of certain classes of assets in order to reflect the actual usage of the assets. The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The following useful lives are estimated by the management:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Factory buildings	28 to 30	30
Other buildings	58	60
Roads	5 to 30	5 to 10
Office Equipment	15	15
Plant and equipment	5 to 25	15 to 20
Furniture and fixtures	15	10
Computers	4 to 6	3 to 6
Vehicles	8 to 10	8

The assets residual values, useful lives and method of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Estimates and assumptions:

The Company determines, based on independent technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Impairment of assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the recoverable amount. Recoverable amount is the higher of Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the assets or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been

change in the assumptions used to determine the assets recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase, if applicable

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions are included in the cash-flow forecasts in assessing value-in-use amounts.

Impairment exists when the carrying value of an asset of cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flow are derived from the budget for the next five years as approved by the Management and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested are recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the terminal growth rate used.

Property, Plant and Equipment and Capital work in progress

Particulars	Buildings^	Plant and equipment	Office equipment	Computers	Furniture and fixtures	Vehicles	Total	Capital work in progress
Gross carrying amount as at April 1, 2024	**274.88**	**459.51**	**12.06**	**15.91**	**5.16**	**4.54**	**772.06**	**2.72**
Additions	-	11.98	1.45	2.30	-	0.22	15.95	14.33
Disposals/ Transfers	-	(0.23)	(0.15)	(0.88)	(0.11)	(0.59)	(1.96)	(15.95)
Gross carrying amount as at March 31, 2025	**274.88**	**471.26**	**13.36**	**17.33**	**5.05**	**4.17**	**786.05**	**1.10**
Additions	1.09	7.29	0.69	1.02	0.93	1.30	12.32	11.99
Disposals/ Transfers	-	(0.26)	(0.16)	(0.15)	(0.01)	(0.94)	(1.52)	(12.32)
Gross carrying amount as at March 31, 2026	**275.97**	**478.29**	**13.89**	**18.20**	**5.97**	**4.53**	**796.85**	**0.77**
Accumulated depreciation as at April 1, 2024	**80.80**	**423.94**	**4.71**	**10.46**	**4.32**	**2.03**	**526.26**	**-**
Charge for the year	8.99	4.50	0.55	2.21	0.12	0.41	16.78	-
Disposals/ Transfers	-	(0.19)	(0.12)	(0.84)	(0.11)	(0.30)	(1.56)	-
Accumulated depreciation as at March 31, 2025	**89.79**	**428.25**	**5.14**	**11.83**	**4.33**	**2.14**	**541.48**	**-**
Charge for the year	8.99	4.39	0.60	2.40	0.14	0.38	16.90	-
Disposals/ Transfers	-	(0.23)	(0.15)	(0.15)	(0.01)	(0.54)	(1.08)	
Accumulated depreciation as at March 31, 2026	**98.78**	**432.41**	**5.59**	**14.08**	**4.46**	**1.98**	**557.30**	**-**
Net Block as at March 31, 2026	**177.19**	**45.88**	**8.30**	**4.12**	**1.51**	**2.55**	**239.55**	**0.77**
Net Block as at March 31, 2025	**185.09**	**43.01**	**8.22**	**5.50**	**0.72**	**2.03**	**244.57**	**1.10**

^Buildings include those constructed on leasehold land and roads.

The Company has not given any PPE as security against any borrowings or credit facility and does not have any charges against PPE.

The title deeds of immovable properties are held in the name of the Company.

Refer note 27 B for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Capital Work-in-Progress (CWIP)

Accounting policy

The Company recognises capital work in progress at cost, net of accumulated impairment loss, if any.

The ageing details for CWIP are as follows:

Description		Amount in CWIP for a period of				Total CWIP
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	**As at March 31, 2026**	0.77	-	-	-	0.77
	As at March 31, 2025	1.10	-	-	-	1.10

For CWIP, there are no projects whose completion date is overdue or exceeded its cost as compared to its original plan as at March 31, 2026 and March 31, 2025.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

4 (b) Right of use (ROU) assets

Accounting policy

The Company recognises ROU assets at cost at the commencement date of the lease. The cost of ROU assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. After the commencement date, ROU assets are measured at cost, less any accumulated depreciation and impairment losses and adjusted for any remeasurement of lease liabilities. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. ROU assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated remaining useful lives of the assets as follows:

Asset category	Company's estimate of useful life (years)
Leasehold Land	25 to 95

Particulars	Leasehold land
Gross carrying amount as at April 1, 2024	**47.90**
Additions	-
Disposals/ Transfers	-
Gross carrying amount as at March 31, 2025	**47.90**
Additions	-
Disposals/ Transfers	-
Gross carrying amount as at March 31, 2026	**47.90**
Accumulated depreciation as at April 1, 2024	**5.43**
Charge for the year	0.72
Disposals/ Transfers	-
Accumulated depreciation as at March 31, 2025	**6.15**
Charge for the year	0.72
Disposals/ Transfers	-
Accumulated depreciation as at March 31, 2026	**6.87**
Net Block as at March 31, 2026	**41.03**
Net Block as at March 31, 2025	**41.75**

The lease agreements are duly executed in favour of the Company. Refer note 27C for further disclosure on leases.

4 (c) Intangible assets

Accounting policy

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Development costs for internally generated intangibles that are directly attributable to the design and testing of identifiable and unique intangible controlled by the Company are recognised as intangible assets where the following criteria are met:

- it is technically feasible to complete the intangible asset so that it will be available for use
- management intends to complete the intangible asset and use or sell it
- there is an ability to use or sell the intangible asset
- it can be demonstrated how the intangible asset will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the intangible asset are available, and
- the expenditure attributable to the intangible asset during its development can be reliably measured.

The cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of intangible assets. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Amortisation of the asset begins when development is complete and the asset is available for use. It is amortized on a straight-line basis over the period of expected future benefit from the related project, i.e., the estimated useful life subject to a maximum of ten years. amortisation is recognized in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

The following useful lives are estimated by the management:

Asset category	Life (years)
Technical know how	10
Computer software	3 to 5

Particulars	Computer Software	Technical know-how	Total	Intangible assets under development
Gross carrying amount as at April 1, 2024	**8.94**	**32.97**	**41.91**	**1.06**
Additions	1.27	-	1.27	0.21
Disposals/ Transfers	-	-	-	(1.27)
Gross carrying amount as at March 31, 2025	**10.21**	**32.97**	**43.18**	**-**
Additions	-	-	-	-
Disposals/ Transfers	(1.29)	-	(1.29)	-
Gross carrying amount as at March 31, 2026	**8.92**	**32.97**	**41.89**	**-**
Accumulated depreciation as at April 1, 2024	**8.76**	**27.17**	**35.93**	**-**
Charge for the year	0.36	0.83	1.19	-
Disposals/ Transfers	-	-	-	
Accumulated depreciation as at March 31, 2025	**9.12**	**28.00**	**37.12**	**-**
Charge for the year	0.42	0.83	1.25	-
Disposals/ Transfers	(1.28)	-	(1.28)	-
Accumulated depreciation as at March 31, 2026	**8.26**	**28.83**	**37.09**	**-**
Net Block as at March 31, 2026	**0.66**	**4.14**	**4.80**	**-**
Net Block as at March 31, 2025	**1.09**	**4.97**	**6.06**	**-**

4 (d) Depreciation and amortisation expense

	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment (note 4 (a))	16.90	16.78
Depreciation of Right of Use Assets (note 4 (b))	0.72	0.72
Amortisation of Intangible assets (note 4 (c))	1.25	1.19
Total	**18.87**	**18.69**

5 Investments

Accounting Policies

Investments in subsidiaries are carried at cost less accumulated impairment losses in the Company's balance sheet. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in the Statement of Profit and Loss.

Impairment

Investment in subsidiaries are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

Estimates and assumptions

The Company performs impairment assessment of investments by making an estimate of the recoverable amount, being the higher of fair value less costs to sell and its value in use which is then compared with the carrying value. An impairment loss is recognised in the Statement of Profit and Loss to the extent the carrying value of an asset exceeds the recoverable amount. The value in use of these investments is determined using discounted cash flow model (DCF model) requiring various assumptions and judgements. These include future cashflows and growth rate assumptions, discount rate, terminal growth rate and other economic and entity specific factors which are incorporated in the DCF model. The estimated cash flows are developed using internal forecasts

(a) Non Current Investments

	As at March 31, 2026	As at March 31, 2025
Investments in Equity Instruments:		
Investments valued at cost		
Equity Shares in subsidiaries (unquoted)		
Thermax Energy Solutions Company**	-	-
Investments in Equity Shares		
Investment in First Energy Nine Private Limited [7,20,000 (March 31, 2025: 7,20,000) equity shares of Rs 10 each]* (unquoted)	0.72	0.72
Investments at Fair value through Profit and Loss:		
Investments in Mutual Funds (quoted)	-	32.29
Investments at Amortised cost:		
Investment in Corporate Deposits (unquoted)	25.27	41.06
Investments in Corporate Bond (quoted)	47.75	-
	73.74	**74.07**
Aggregate amount of quoted investments and its market value thereof	47.75	32.29
Aggregate amount of unquoted investments (book value)	25.99	41.78
Aggregate amount of unquoted investments (market value)	25.99	41.78
Aggregate amount of impairment in the value of investments	-	-

Refer note 30 for determination of their fair values.

* The right to sell / transfer these shares are subject to terms and conditions of respective shareholder agreement.

**During the year ended March 31, 2026, the Company incorporated a wholly owned subsidiary in Kingdom of Saudi Arabia (KSA). As at March 31, 2026, no equity share capital has been infused by the Company.

(b) Current Investments

	As at March 31, 2026	As at March 31, 2025
Investments at Fair value through Profit and Loss:		
Investments in Mutual Funds (quoted)	232.22	190.65
Investments at Amortised cost:		
Investment in Corporate Deposits (unquoted)	118.46	26.50
Investments in Corporate Bond (quoted)	25.77	-
	376.45	**217.15**
Aggregate amount of quoted investments and its market value thereof	257.99	190.65
Aggregate amount of unquoted investments (book value)	118.46	26.50
Aggregate amount of unquoted investments (market value)	118.46	26.50
Aggregate amount of impairment in the value of investments	-	-

Refer note 30 for determination of their fair values.

The Group, as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has 1 (One) Core Investment Company as part of the Group.

6 Trade receivables and Contract assets- at amortised cost

(a) Trade receivables- at amortised cost

Accounting policy

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables and contract assets, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

	As at March 31, 2026	As at March 31, 2025
Trade receivables from:		
i) Related parties (note 28)	125.35	28.49
ii) Others	483.02	476.37
Total	**608.37**	**504.86**
Trade Receivables		
Secured, considered good	148.87	23.39
Unsecured, considered good	522.55	539.55
Trade receivables which have a significant increase in credit risk	3.87	3.87
Trade receivables - credit impaired	8.88	12.78
	684.17	579.59
Less: Impairment allowance*	**(75.80)**	**(74.73)**
Total	**608.37**	**504.86**

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person nor any trade receivables due from firms or private companies respectively in which any director is a partner, a director or a member.

*Includes provision of Rs. 3.87 (March 31, 2025: Rs. 3.87) for trade receivables which have significant increase in credit risk and provision of Rs. 8.88 for trade receivables which are credit impaired.

For terms and conditions relating to related party receivables, refer note 28.

Trade receivables are non-interest bearing and are generally on terms of 0 to 150 days (March 31, 2025: 0 to 150 days).

The ageing of current trade receivables

	Not Due	Outstanding for the following period from due date of receipts					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
Trade receivables as at March 31, 2026							
(i) Undisputed - considered good	70.21	403.02	50.25	96.46	12.78	34.23	**666.95**
(ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed - credit impaired	0.15	-	-	2.38	2.25	4.10	**8.88**
(iv) Disputed - considered good	-	-	-	0.34	1.05	3.08	**4.47**
(v) Disputed - which have significant increase in credit risk	-	-	-	-	-	3.87	**3.87**
(vi) Disputed - credit impaired	-	-	-	-	-	-	**-**
Sub-Total	**70.36**	**403.02**	**50.25**	**99.18**	**16.08**	**45.28**	**684.17**
Less: Impairment allowances*							**(75.80)**
Total							**608.37**

*Includes provision of Rs. 3.87 for trade receivables which have significant increase in credit risk and provision of Rs. 8.88 for trade receivables which are credit impaired.

	Not Due	Outstanding for the following period from due date of receipts					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
Trade receivables as at March 31, 2025							
(i) Undisputed - considered good	108.17	360.96	24.41	30.38	8.78	28.67	**561.37**
(ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed - credit impaired	1.85	0.75	1.00	4.69	2.13	2.36	**12.78**
(iv) Disputed - considered good	-	-	-	-	-	1.57	**1.57**
(v) Disputed - which have significant increase in credit risk	-	-	-	-	-	3.87	**3.87**
(vi) Disputed - credit impaired	-	-	-	-	-	-	**-**
Sub-Total	**110.02**	**361.71**	**25.41**	**35.07**	**10.91**	**36.47**	**579.59**
Less: Impairment allowances*							**(74.73)**
Total							**504.86**

*Includes provision of Rs. 3.87 for trade receivables which have significant increase in credit risk and provision of Rs. 12.78 for trade receivables which are credit impaired.

The Company has received sanctioned credit facilities from various banks, which are secured by way of hypothecation of inventories & book debts. As at March 31, 2026, no amount has been utilized from these credit facilities (March 31, 2025: Rs. Nil).

(b) Contract Assets - at amortised cost

Accounting policy

A contract asset represents the Company's right to consideration in exchange for goods or services that the entity has transferred to a customer where that right is conditioned on something other than the passage of time. The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables.

	As at March 31, 2026	As at March 31, 2025
Contract assets*	178.35	149.57
Less: Loss allowance	(31.37)	(29.94)
Total	**146.98**	**119.63**
Current	146.98	105.70
Non Current	-	13.93
Total	**146.98**	**119.63**

* Includes related party balance Rs.37.29 (March 31, 2025: Rs. 51.99)

Contract assets are presented on a net basis after setting off contract liability at the individual project level. Contract liability of Rs. 307.68 (March 31, 2025: 221.13) is offset against contract asset.

(c) Expected Credit Loss (ECL)

Accounting Policy

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. A contract asset represents the Company's right to consideration in exchange for goods or services that the entity has transferred to a customer where that right is conditioned on something other than the passage of time; and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Company has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

Credit risk on trade receivables and contract assets are managed by the Company subject to it's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and credit limits are defined in accordance with this assessment. Moreover, given the diverse nature of the Company's businesses, trade receivables and contract assets are spread over a number of customers with no significant concentration of credit risk.

For trade receivables and contract assets, as a practical expedient, the Company computes credit loss allowance based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and contract assets and is adjusted for forward-looking estimates.

Trade receivables and contract assets are written off where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company, and a failure to make contractual payments for a period of greater than 3 years past due.

Impairment losses on trade receivables and contract assets are presented as expected credit loss in the Statement of Profit and Loss. Subsequent recoveries of amounts previously written off are credited against the same line item.

Estimates and judgements

The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and timing of cash flows. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

As a practical expedient, the Company uses a provision matrix to determine ECL impairment allowance on portfolio of its trade receivables and contract assets. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. The Company follows provisioning norms based on ageing of receivables to estimate the impairment allowance under ECL.

The following table summarises the change in provision for impairment allowance measured using the life time expected credit loss model (pursuant to IND AS 109):

	Provision for trade receivables		Provision on contract assets	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	74.73	86.44	29.94	23.24
Provision made during the year	15.77	20.13	10.22	8.14
Utilized/reversed during the year	(14.70)	(31.84)	(8.79)	(1.44)
At the end of the year	**75.80**	**74.73**	**31.37**	**29.94**
Current	75.80	74.73	31.37	27.13
Non Current	-	-	-	2.81
Total	**75.80**	**74.73**	**31.37**	**29.94**

7 Loans - at amortised cost

(a) Non-current loans

	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Loans to employees	0.62	0.98
Total	**0.62**	**0.98**

(b) Current loans

	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
At amortised cost		
Loans to employees	0.30	0.35
Total	**0.30**	**0.35**

Loans are various kinds of non-derivative financial assets which generate fixed interest income for the Company. The tenure of such loans has different time range based on employee's eligibility.

No loans are due from directors or Key Managerial Personnel of the Company either severally or jointly with any other person or from private companies or firms in which any director is a partner, a director or a member respectively.

8 Other financial assets

Accounting Policy

Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset. The Company accounts for export incentives for export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim is fulfilled.

(a) Other non current financials assets

	As at March 31, 2026	As at March 31, 2025
Bank deposits with remaining maturity of more than 12 months	55.02	245.36
Security Deposits - Unsecured, considered good #	3.30	3.12
Packaged Scheme of Incentive (PSI)*	70.08	43.52
Total	**128.40**	**292.00**

includes rent deposits, deposits with MIDC, MSEB, etc.

(b) Other current financial assets

	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good:		
Derivative instruments at fair value through OCI		
Cash flow hedges		
Foreign exchange forward contracts	-	3.30
Derivative instruments at fair value through profit or loss		
Derivative not designated as hedges		
Foreign exchange forward contracts	5.48	1.45
At amortised cost		
Government grant receivable		
-Export incentive receivable	4.85	1.72
-Packaged Scheme of Incentive (PSI)*	33.68	25.00
Security deposits-Unsecured, considered good #	0.41	0.41
Total	**44.42**	**31.88**

Financial assets at fair value through other comprehensive income reflect the change in fair value of foreign exchange forward contracts, designated as cash flow hedges to hedge highly probable forecast sales and purchases in various foreign currencies.

*Incentive receivable under Package Scheme of Incentives (PSI), 2007 from Government of Maharashtra (Refer note 19(b))

Includes earnest money deposits and rent deposits.

9 Income taxes

Tax expenses comprises of current tax expenses and deferred tax.

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity, in correlation to the underlying transaction. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

Deferred tax

Deferred tax is provided using the balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction.

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 taxes relate to the same taxable entity and the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

The Company applies significant judgement in identifying uncertainties over income tax treatments.

Estimates and assumptions

Recoverability of Deferred tax assets:

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

The major components of income tax expense for the year ended March 31, 2026 and March 31, 2025 are:

Statement of Profit and Loss	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax	82.14	77.91
Current tax relating to prior year	0.26	(4.01)
Deferred tax	(1.49)	(0.53)
Deferred tax relating to prior year	(0.31)	4.01
Income tax expense reported in the Statement of profit and loss	**80.60**	**77.38**

Other comprehensive income	For the year ended March 31, 2026	For the year ended March 31, 2025
Tax related to items recognised in other comprehensive income during the year		
Net loss or (gain) on revaluation of cash flow hedges	(21.11)	(2.29)
Net gain or loss on remeasurements of defined benefit plans	(0.10)	(0.62)
Tax (credited) / charged in other comprehensive income	**(21.21)**	**(2.91)**

(c) Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate for March 31, 2026 and March 31, 2025

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Accounting profit before tax	314.92	303.05
At India's statutory income tax rate (as per Income Tax Act, 1961) of 25.168% (March 31,2025: 25.168%)	79.26	76.27
- Tax expenses for earlier years	(0.05)	-
Permanent disallowances		
- Corporate Social Responsibility Expenses	0.94	0.62
- Others	0.45	0.49
At the effective income tax of 25.59% (March 31, 2025: 25.53%)	80.60	77.38
Total income tax expense reported in the Statement of profit and loss	**80.60**	**77.38**

d) Deferred tax

Statement of Profit and Loss and OCI	For the year ended March 31, 2026	For the year ended March 31, 2025
Deferred tax relates to the following :		
Accelerated depreciation for tax purposes	2.06	2.19
40(a) disallowance	0.12	0.17
Items allowed on payment basis / temporary disallowances	(3.68)	(8.46)
Temporary differences due to accounting treatment as required by Income-tax standards	0.89	4.85
Expected credit loss and liquidated damages	(0.18)	2.24
Others	(1.01)	2.49
Deferred tax expense/ (income) in the Statement of profit and loss	**(1.80)**	**3.48**
Re-measurement gain/(loss) of defined benefit plan	(0.10)	(0.62)
Net gain/(loss) on cash flow hedges	(21.11)	(2.29)
Deferred tax expense/ (income) in the OCI	**(21.21)**	**(2.91)**
Total	**(23.01)**	**0.57**

Balance Sheet	As at March 31, 2026	As at March 31, 2025
Deferred tax relates to the following :		
Accelerated depreciation for tax purposes	(19.31)	(17.25)
40(a) disallowance	0.13	0.25
Items allowed on payment basis / temporary disallowances	17.32	13.64
Temporary differences due to accounting treatment as required by Income-tax standards	1.34	2.23
Expected credit loss and liquidated damages	35.66	35.48
Revaluation of cash flow hedges	23.56	2.45
Others	0.77	(0.34)
Net deferred tax assets	**59.47**	**36.46**

Reconciliation of deferred tax assets (net)	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening balance as at April 1	**36.46**	**37.03**
Tax (expense)/income during the period recognised in profit or loss	1.80	(3.48)
Tax (expense)/income during the period recognised in other comprehensive income- Items that will not be reclassified subsequently to profit or loss	0.10	2.29
Tax (expense)/income during the period recognised in other comprehensive income-Items that will be reclassified subsequently to profit or loss	21.11	0.62
Closing balance as at March 31	**59.47**	**36.46**

The Company offsets tax assets and liabilities of current tax if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

No income tax was recognised directly in equity during the year ended March 31, 2026 and March 31, 2025. Refer note 14 for further details.

Reconciliation of Income tax assets & liabilities (net)	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening balance as at April 1	15.20	12.78
(less): Tax payable for the year	(82.40)	(73.90)
Add: Taxes paid (net of refunds received)	101.26	76.32
Closing balance as at March 31	**34.06**	**15.20**

The above balance is represented in the balance sheet as below:

Reconciliation of Income tax assets & liabilities(net)	As at March 31, 2026	As at March 31, 2025
Income tax asset - non current	45.61	26.30
Income tax liabilities (net)	11.55	11.10

10 Other assets

(a) Other non-current assets

	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Capital advance	0.44	0.53
Total	**0.44**	**0.53**

(b) Other current assets

	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Advance to suppliers	122.58	51.26
Advance to employees	2.04	1.26
Advance to related parties (note 28)	12.97	14.41
Prepayments	4.24	2.64
Balances with government authorities	73.39	11.43
Prepaid employee benefits (note 17 (c))	-	2.05
Total	**215.22**	**83.05**

There were no advances due from directors or officers of the Company or any of them severally or jointly with any other persons or amounts due from firms or private companies respectively in which such director is a partner, director or a member.

For terms and conditions relating to advances given to related parties, refer note 28.

11 Inventories

Accounting policy

Raw materials, components and bought-outs, stores and spares, work in progress and finished goods are stated at the lower of cost and net realisable value. Cost of raw materials, components and bought-outs, stores and spares comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Costs of all classes of inventories are determined on weighted average basis. Write down of inventories is calculated based on an analysis of foreseeable changes in demand, technology, market conditions and ageing of inventories.

	As at March 31, 2026	As at March 31, 2025
Raw materials, components and bought-outs*	231.66	141.79
Work-in-progress	2.02	4.40
Finished goods**	5.69	1.73
Stores and spares	6.26	5.91
Total	**245.63**	**153.83**

*includes goods in transit Rs. 20.53 (March 31, 2025 : Rs. 11.38).

**includes goods in transit Rs. 0.82 (March 31, 2025 : Rs. 0.75).

For year ended March 31, 2026 Rs. 9.84 was recognised (net of reversal) as an expense for inventories carried at net realisable value. For year ended March 31, 2025 Rs. 6.27 was reversed (net of expense) for inventories carried at net realisable value. These were recognised during the year and included in cost of raw materials and components consumed and consumption of stores and spare parts' in the Statement of profit and loss.

The Company has received sanctioned credit facilities from various banks, which are secured by way of hypothecation of inventories & book debts (Includes inventories, trade receivables and contract assets). As at March 31, 2026, no amount has been utilized from these credit facilities (March 31, 2025: Rs. Nil).

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

12 (a) Cash and cash equivalents

Accounting policy

Cash and cash equivalents in the balance sheet comprises cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash on hand, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts as they are considered an integral part of the Company's cash management. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- Balances in current accounts	16.10	6.21
- Balances in Exchange Earners Foreign Currency (EEFC) account	-	10.27
- in deposits with original maturity of less than three months*	60.02	39.01
Total	**76.12**	**55.49**

*Short-term deposits are made for varying periods ranging between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period.

12(b) Other bank balances - at amortised cost

	As at March 31, 2026	As at March 31, 2025
Bank deposits with original maturity more than three months and remaining maturity less than twelve months	321.51	459.92
Total	**321.51**	**459.92**

12 (c) Changes in liabilities arising from financing activities

	Borrowings
As on April 1, 2024	161.91
Cash flow	(163.06)
Interest accretion on preference shares	1.15
As on March 31, 2025	**-**
Cash flow	-
As on March 31, 2026	**-**

13 Share capital

Accounting policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

	As at March 31, 2026	As at March 31, 2025
Authorized shares (Nos)		
900,000,000 (March 31, 2025: 900,000,000) equity shares of Rs. 10/- each	900.00	900.00
100,000,000 (March 31, 2025: 100,000,000) redeemable preference shares of Rs. 10/- each	100.00	100.00
	1,000.00	**1,000.00**
Issued, subscribed and fully paid share capital (Nos)		
628,222,500 (March 31, 2025: 628,222,500) equity shares of Rs. 10/- each	628.22	628.22
Total issued, subscribed and fully paid-up share capital	**628.22**	**628.22**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

	No. of shares	Amount
Equity Shares at the commencement and at the end of the year	62,82,22,500	628.22

(b) Terms/ rights attached to equity shares

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

(c) Equity share capital held by holding company

	As at March 31, 2026	As at March 31, 2025
Immediate holding company		
Thermax Limited		
628,222,500 (March 31, 2025: 628,222,500) equity shares of Rs. 10/- each fully paid	628.22	628.22

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2026	As at March 31, 2025
Thermax Limited		
%	100.00	100.00
No. of shares	62,82,22,500	62,82,22,500

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 the legal ownerships of shares.

(e) Details of shares held by promoters

	As at March 31, 2026	As at March 31, 2025
Thermax Limited		
%	100.00	100.00
No. of Shares	62,82,22,500	62,82,22,500
% of change during the year	-	-

(f) There were no issue of bonus shares/buy back of shares/issue of shares for consideration other than cash during the period of five years immediately preceding the reporting date.

(g) All other notes mandated by Schedule III of the Act are not applicable to the Company.

14 (a) Other equity

	As at March 31, 2026	As at March 31, 2025
Reserves and surplus		
Capital redemption reserve		
Opening balance	52.70	-
Add: Transferred from retained earnings	-	52.70
Closing balance	**52.70**	**52.70**
Capital reserve		
Balance at the beginning and end of the year	156.91	156.91
Retained earnings		
Opening balance	212.60	41.46
Add: Profit for the year	234.32	225.67
Less: Transfer to Capital Redemption Reserve	-	(52.70)
Less: Final dividend paid	(141.35)	-
Movement during the year	92.97	172.97
Items of other comprehensive income recognised directly in retained earnings:		
Re-measurement gain/ (loss) on defined benefit plans		
Add: OCI for the year pertaining to the Company net of tax Rs. 0.10 (March 31, 2025 : Rs. 0.62)	(0.29)	(1.83)
Net surplus in the Statement of profit and loss	**305.28**	**212.60**
Share option outstanding account (Note 34)		
Opening balance	0.27	0.06
Add: Shared based payment expense	0.20	0.21
Less: Reduction on account of allotment of equity shares	(0.34)	-
Closing balance	**0.13**	**0.27**
Total Reserves and Surplus	**515.02**	**422.48**
Other Reserves		
Cash flow hedge reserve		
Opening balance	(7.29)	(0.46)
Add: Movement during the year (net)	(83.87)	(9.12)
Less: Tax on Movement during the year	21.11	2.29
Closing balance	**(70.05)**	**(7.29)**
Total	**444.97**	**415.19**

Nature and purpose of reserves

Capital redemption reserve

Pertains to reserve created towards redemption of preference shares and can be utilised in accordance with the provisions of the Act.

Capital reserve

Pertains to reserves created in excess of fair value of net assets acquired over consideration paid and can be utilised in accordance with the provisions of the Act.

Retained earnings

Pertains to the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement gain/ (loss) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Share based payment reserve

Pertains to equity settled share based payment plan issued by Parent Company for certain categories of employees of the Company.

Cash flow hedge reserve

Pertains to the effective portion of the cumulative net change in the fair value of the cash flow hedge instruments related to hedged transactions that have not yet occurred.

Defined benefit plan

Following is the movement of amount recognised in the other comprehensive income on account of defined benefit plan.

	As at March 31, 2026	As at March 31, 2025
Opening balance	(4.93)	(3.10)
Total measurements (cost)/credit for the year recognised in OCI	(0.29)	(1.83)
Closing balance	**(5.22)**	**(4.93)**

b) Distribution made and Proposed Dividend

Dividend

Accounting policy

Dividend to equity shareholders is recognised as a liability in the period in which the dividends are approved by the equity shareholders. Interim dividends that are declared by the Board of Directors without the need for equity shareholders' approvals are recognised as a liability and deducted from shareholders' equity in the year in which the dividends are declared by the Board of directors.

	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash dividend on Preference shares declared and paid		
Dividend paid on 8% cumulative redeemable preference shares	-	25.30
Details of proposed dividend		
Proposed dividend for the year ended March 31, 2026: Rs. 2.50 per share (March 31, 2025: Rs. 2.25 per share)	157.06	141.35

Proposed dividend on equity shares is subject to approval at the annual general meeting and is not recognised as a liability as at the reporting date.

15 Trade payables - at amortised cost

(a) Current trade payables

	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises (note 15 (b))	232.94	185.79
Total outstanding dues of creditors other than micro and small enterprises		
(i) Related parties (note 28)	63.56	39.89
(ii) Others	287.07	209.19
Total	**583.57**	**434.87**

For terms and conditions with related parties, refer note 28. Trade payables are non-interest bearing and are generally on terms of 30 to 90 days.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

Trade payable includes payable for capital asset purchased Rs. 2.34 (March 31, 2025: 0.97)

(b) Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006

		For the year ended March 31, 2026	For the year ended 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		
	- Principal amount outstanding (whether due or not) to micro and small enterprises*	232.91	185.78
	- Interest due thereon	0.03	0.01
ii)	The amount of interest paid by the Company 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	-	-
iii)	The amount of payment made to the supplier beyond the appointed day during the year	205.15	233.62
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	0.96	0.73
v)	The amount of interest accrued and remaining unpaid at the end of each accounting year	0.96	0.73
vi)	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	2.86	1.87

*The information has been given in respect of such vendors to the extent they could be identified as "Micro and Small" enterprises on the basis of information available with the Company.

The ageing of current trade payables which are due for payment :

	Not Due	Outstanding for the following period from due date of payments				Total
		Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026						
(i) Undisputed dues- Micro and Small enterprises	231.01	0.80	0.08	-	0.32	**232.21**
(ii) Undisputed dues- Others	255.33	24.30	4.09	0.50	0.43	**284.65**
(iii) Disputed dues- Micro and Small enterprises	-	-	-	-	0.73	**0.73**
(iii) Disputed dues- Others	-	-	-	-	-	**-**
Unbilled Trade Payables	-	-	-	-	-	**65.98**
Total	**486.34**	**25.10**	**4.17**	**0.50**	**1.48**	**583.57**

* Unbilled trade payables includes accruals which are not classified as provisions under IND AS 37 "Provisions, Contingent Liabilities and Contingent Assets"

	Not Due	Outstanding for the following period from due date of payments				Total
		Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2025						
(i) Undisputed dues- Micro and Small enterprises	183.64	0.86	0.05	0.03	0.48	**185.06**
(ii) Undisputed dues- Others	183.69	12.66	1.32	0.68	3.56	**201.91**
(iii) Disputed dues- Micro and Small enterprises	-	-	-	-	0.73	**0.73**
(iii) Disputed dues- Others	-	-	-	-		**-**
Unbilled Trade Payables	-	-	-	-	-	**47.17**
Total	**367.33**	**13.52**	**1.37**	**0.71**	**4.77**	**434.87**

* Unbilled trade payables includes accruals which are not classified as provisions under IND AS 37 "Provisions, Contingent Liabilities and Contingent Assets"

16 Financial liabilities

Other current liabilities

	As at March 31, 2026	As at March 31, 2025
Derivative instruments at fair value through OCI		
Cash flow hedges		
Foreign exchange forward contracts	87.06	6.40
Derivative instruments at fair value through profit or loss		
Derivative not designated as hedges		
Foreign exchange forward contracts	2.08	1.20
At amortised cost		
Liability towards employee separation scheme	-	0.23
Employee related payables	34.48	31.47
Other payables*	1.52	1.14
Total	**125.14**	**40.44**

* includes employee recoveries payable, etc. and unspent expense for corporate social responsibility Rs. 0.60

17 Provisions

Accounting policy

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Warranty provisions

Provisions for warranty-related costs are recognised when the product is sold or service provided to the customer. Initial recognition is based on past experience. The initial estimate of warranty related costs is

reviewed annually. For EPC contracts, warranty provision is recorded basis significant progress.

Provisions for onerous contracts

If the Company has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Company cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e., both incremental costs and an allocation of costs directly related to contract activities).

Provision for decommissioning liability

A provision has been recognised for decommissioning costs associated with the properties taken on lease by the Company. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The unwinding of the discount is expensed as incurred and recognised in the Statement of Profit and Loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

Provision for litigation

Provision for litigation related obligations represents liabilities that are expected to materialise in respect of matters in appeal related to legal cases.

Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is Rs. 15.78 (March 31, 2025: Rs. 14.24).

The Government of India has implemented 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, by consolidating 29 existing labour laws on 21 November 2025. The Ministry of Labour & Employment have published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in the regulations. The Labour Codes have prescribed a uniform definition of "Wages" to be used for the purpose of calculating employee benefits like gratuity and extending eligibility to fixed-term employees ("FTEs"). Under the Labour Codes, the base on which employee benefits are calculated has increased, which has resulted in increase in the Company's liability for employee benefits.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Code on Social Security, 2020, in line with the notification of the Labour Codes with effect from 21 November 2025. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is determined by an independent actuary (using the Projected Unit Credit method) at the end of each year. Any increase in gratuity liability arising due to implementation of Labour Codes in respect of past service cost is recognised immediately in the Statement of Profit and Loss as an exceptional item.

The Company makes annual contributions through trusts to a funded gratuity scheme administered by the Life Insurance Corporation of India (LIC).

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Statement of Profit and Loss in subsequent periods.

Past service costs are recognised in the Statement of Profit and Loss on the earlier of:

(a) The date of the plan amendment or curtailment; and

(b) The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company presents the leave as a current liability in the balance sheet as it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

However, based on past experience and actuarial valuation performed, the Company does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months. Leave obligations which are not expected to be settled within the next 12 months amounts to Rs. 12.99 (March 31, 2025 : 15.06).

Estimates and assumptions

Warranty Provisions: The Company generally offers 18 months warranties for its products. Warranty costs are provided based on a technical estimate of the costs required to be incurred for repairs, replacements, material costs, servicing cost and past experience in respect of warranty costs. Management estimates the related provision for future warranty claims based on historical warranty claim information, as well as recent trends that might suggest that past cost information may differ from future claims. The assumptions made in current period are consistent with those in the prior years. Factors that could impact the estimated claim information include the success of the Company's productivity and quality initiatives. Warranty provisions are discounted using a pre-tax discount rate which reflects current market assessments of time value of money and risks specific to the liability.

It is expected that this expenditure will be incurred over the contracted warranty period ranging upto 18 months. If warranty claim costs vary by 10% from management's estimate, the warranty provisions would be an estimated Rs. 7.60 higher or lower (March 31, 2025 Rs. 7.87).

Provision for onerous contracts: The Company provides for onerous contracts when a present obligations arises as the unavoidable costs of meeting an obligations under a contract exceed the economic benefits expected to be received from that contract. Estimating these future losses involves a number of assumptions about the achievement of contract performance targets and the likely levels of future cost including escalation over time.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

• **Defined benefit plan - Gratuity:** The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. Further, another important parameter is salary considered while assessing the definition of "wages" as given in The Code on Social Security, 2020. The mortality rate is based on Indian Assured Lives Mortality (2012-14) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

(a) Non-current provisions

	As at March 31, 2026	As at March 31, 2025
Other provisions		
Provision for warranties	6.02	4.61
Provision for decommissioning liability	3.06	2.96
Total	**9.08**	**7.57**

(b) Current provisions

	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity	2.19	-
Provision for leave encashment	16.14	18.74
	18.33	**18.74**
Other provisions		
Provision for onerous contracts	11.07	11.21
Provision for warranties	69.98	74.13
	81.05	**85.34**
Total	**99.38**	**104.08**

Movement in provisions for the year ended March 31, 2026:

	Provision for onerous contracts	Provision for warranties	Provision for decommissioning liability
Balance as at April 1, 2025	11.21	78.74	2.96
Additional provision recognised	63.28	52.37	0.10
Unused amounts reversed	(9.21)	(35.63)	-
Unwinding of discount	-	4.19	-
Utilised during the year	(54.21)	(23.67)	-
As at March 31, 2026	**11.07**	**76.00**	**3.06**
Details of provisions :			
Current	11.07	69.98	-
Non-Current	-	6.02	3.06
Total	**11.07**	**76.00**	**3.06**

Movement in provisions for the year ended March 31, 2025:

	Provision for onerous contracts	Provision for warranties	Provision for decommissioning liability
Balance as at April 1, 2024	9.23	67.46	2.85
Additional provision recognised	50.45	30.10	0.11
Unused amounts reversed	(4.44)	(14.40)	-
Unwinding of discount	-	3.89	-
Utilised during the year	(44.03)	(8.31)	-
As at March 31, 2025	**11.21**	**78.74**	**2.96**
Details of provisions :			
Current	11.21	74.13	-
Non-Current	-	4.61	2.96
Total	**11.21**	**78.74**	**2.96**

(c) Gratuity

The Company operates a defined benefit plan viz. gratuity for its employees. Under the gratuity plan, every employee who has completed at least specified years of service gets a gratuity on departure at 15 days (minimum) of the last drawn salary for each completed year of service. The scheme is funded with an insurance Company. The fund has formed a trust and it is governed by the Board of Trustees.

The fund is subject to risks such as asset volatility, changes in assets yields and asset liability mismatch risk. In managing the plan assets, Board of Trustees review and manage these risks associated with the funded plan. Each year, the Board of Trustees reviews the level of funding in the gratuity plan. Such a review includes asset-liability matching strategy and investment risk management policy (which includes contributing to plans that invest in risk-averse markets). The Board of Trustees aim to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise.

I Changes in the net defined benefit obligation and fair value of plan assets are as follows :

Particulars	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2024	38.67	(41.48)	(2.81)
Current service cost	3.23	-	3.23
Interest expense/(income)	2.68	(3.04)	(0.36)
Total amount recognised in Profit or Loss	**5.91**	**(3.04)**	**2.87**
Actuarial loss from change in assumptions	2.34	0.11	2.45
Total amount recognised in Other Comprehensive Income	**2.34**	**0.11**	**2.45**
Employer contributions	-	(4.56)	(4.56)
Benefits paid	(3.09)	3.09	-
Transfer In/(out)	0.07	(0.07)	-
March 31, 2025	**43.90**	**(45.95)**	**(2.05)**
Current service cost	4.28	-	4.28
Past service cost	5.64	-	5.64
Interest expense/(income)	2.79	(3.14)	(0.35)
Total amount recognised in Profit or Loss	**12.71**	**(3.14)**	**9.57**
Actuarial loss from change in assumptions	0.69	(0.30)	0.39
Total amount recognised in Other Comprehensive Income	**0.69**	**(0.30)**	**0.39**
Employer contributions	-	(5.72)	(5.72)
Benefits paid	(4.63)	4.63	-
Transfer In/(out)	0.15	(0.15)	-
March 31, 2026	**52.82**	**(50.63)**	**2.19**

II The net liability disclosed above relates to funded plans are as follows :

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of funded obligation	52.82	43.90
Fair value of plan assets	(50.63)	(45.95)
Deficit/(Surplus) of funded plan	**2.19**	**(2.05)**

III Significant assumptions

The principal actuarial assumptions were as follows :

Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate	7.20%	6.70%
Future salary growth rate	7.00%	7.00%
Expected return on plan assets	6.70%	7.20%
Normal retirement age	60 Years	60 Years
Mortality table	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Employee turnover	"Workers 5%, Staff 12%"	"Workers 5%, Staff 12%"

IV Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

Assumption	As at March 31, 2026	As at March 31, 2025
Discount rate		
1.00% increase	Decrease by 2.70	Decrease by 2.29
1.00% decrease	Increase by 2.98	Increase by 2.53
Future salary growth rate		
1.00% increase	Increase by 2.45	Increase by 2.09
1.00% decrease	Decrease by 2.27	Decrease by 1.93
Attrition rate		
1.00% increase	Increase by 0.02	Increase by 0.04
1.00% decrease	Decrease by 0.03	Decrease by 0.03

The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous periods.

The following are the expected cash flows to the defined benefit plan in future years:

Particulars	As at March 31, 2026	As at March 31, 2025
Within next 12 months	9.13	7.55
Between 2-5 years	31.84	25.16
Between 6-10 years	36.04	30.59

The average duration of the defined benefit plan obligation at the end of the reporting period is 7.12 years (March 31, 2025 : 7.4 years)

The Company expects to contribute Rs.1.50 to gratuity fund in the next year (March 31, 2025 : Rs. 1.00)

V The major categories of plan assets are as follows:

Particulars	March 31, 2026	March 31, 2025
Investments with Insurer (LIC of India)	100.00%	100.00%

VI Risk exposure

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

Asset Volatility:

The plan liabilities are calculated using a discount rate set with reference to bond yields. If plan assets underperform, this yield will create a deficit. The plan assets are maintained with fund manager of LIC. They are subject to interest rate risk which is managed by the insurer.

Changes in bond yield:

A decrease in bond yields will increase plan liabilities.

Asset risk:

All plan assets are maintained in a trust fund managed by a public sector insurer viz; LIC. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also, interest rate and inflation risk are taken care of.

Future salary escalation and Inflation risks:

Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this risk.

Life expectancy:

Increases in life expectancy of employee will result in an increase in the plan liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.

18 Other liabilities

Accounting policy

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company satisfies the performance obligation.

Other current liabilities

	As at March 31, 2026	As at March 31, 2025
Contract liability		
(i) Related Parties (note 28)	47.50	29.25
(ii) Others	662.38	667.57
Statutory dues and other liabilities*	17.64	11.69
Total	**727.52**	**708.51**

* mainly includes tax deducted at source, tax collected at source, provident fund, ESIC, Goods and Services Tax etc.

For terms and conditions with related parties, refer note 28.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

Contract liabilities are presented on a net basis after setting off contract assets at the individual project level. Contract asset of Rs. 307.68 (March 31, 2025: Rs. 221.13) is offset against contract liability

19 Revenue from operations

Accounting policy

Revenue from Contracts with Customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks. The Company collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

Revenue from Engineering, Procurement and Construction contracts

Engineering, Procurement and Construction contracts are contracts (or a group of contracts secured together) specifically negotiated for the construction of an asset which refers to any project for construction of plants and systems, involving designing, engineering, fabrication, supply, erection (or supervision thereof), commissioning, guaranteeing performance thereof etc., execution of which is spread over different accounting periods. The Company identifies distinct performance obligations in each contract. For most of the project contracts, the customer contracts with the Company to provide a significant service of integrating a complex set of tasks and components into a single project or capability. Hence, the entire contract is accounted for as one performance obligation.

The Company may promise to provide distinct goods or services within a contract, in which case the Company separates the contract into more than one performance obligation. If a contract is separated into more than one performance obligation, the Company allocates the total transaction price to each performance obligation in an amount based on the estimated relative standalone selling prices of the promised goods or services underlying each performance obligation. The Company uses the expected cost plus a margin approach to estimate the standalone selling price of each performance obligation in case of contracts with more than one distinct performance obligations.

The Company assesses for the timing of revenue recognition in case of each distinct performance obligation. The Company first assesses whether the revenue can be recognized over a period of time if any of the following criteria is met:

(a) The customer simultaneously consumes the benefits as the Company performs, or

(b) The customer controls the work-in-progress, or

(c) The Company's performance does not create an asset with alternative use to the Company and the Company has right to payment for performance completed till date

Engineering, Procurement and Construction contracts

The Company uses cost-based measure of progress (or input method) for contracts because it best depicts the transfer of control to the customer which occurs as it incurs costs on contracts. Under the cost-based measure of progress, the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated profits, are recorded proportionally as costs are incurred.

The Company estimates variable consideration amount which it expects to be entitled under the contract and includes it in the transaction price to the extent it is highly probable that a significant reversal of cumulative revenue recognized will not occur and when the uncertainty associated with it is subsequently resolved. The estimates of variable consideration and determination of whether to include estimated amounts in the transaction price are based largely on an assessment of the anticipated performance and all information (historical, current and forecasted) that is reasonably available. Penalties/claims for any delay or improper execution of a contract are recognized as a deduction from revenue. In the balance sheet, such provisions are presented on net basis of the contract receivables.

Costs associated with bidding for contracts are charged to the Statement of Profit and Loss when they are incurred. Costs that relate directly to a contract and are incurred in securing the contract are included as part of the contract costs if they can be separately identified and measured reliably and it is probable that the contract will be obtained.

The Company generally provides for warranty provision for general repairs up to 18 months on its EPC contracts, in line with the industry practice. A liability is recognized at the time the contract is concluded. The Company does not provide any extended warranties.

Contract modification, when approved by both the parties to the contract, are considered as modification, if it creates new or changes the existing enforceable rights and obligations. Most of the contract modifications are not distinct from the existing contracts due to the significant integration service provided under the contract prior to modifications and are therefore, accounted for as part of the existing contract. The effect of a contract modification is recognized as an adjustment to revenue on a cumulative catch-up basis.

The Company combines two or more contracts entered into at or near the same time with the same customer (or related parties of the customer) and accounts for the contracts as a single contract if one or more of the following criteria are met:

(a) the contracts are negotiated as a package with a single commercial objective;

(b) the amount of consideration to be paid in one contract depends on the price or performance of the other contract; or

(c) the goods or services promised in the contracts (or some goods or services promised in each of the contracts) are a single performance obligation

Revenue from sale of goods (Other than EPC Contracts)

If the criteria for revenue under over-a-period of time as mentioned above are not met, the Company recognizes revenue at a point-in-time. The point-in-time is determined when the control of the goods or services is transferred which is determined based on when the significant risks and rewards of ownership are transferred to the customer. Apart from this, the Company also considers its present right to payment, the legal title to the goods, the physical possession and the customer acceptance in determining the point in time when control has been transferred. The Company generally provides for warranty provision for general repairs up to 18 months on its products sold, in line with the industry practice. A liability is recognized at the time the product is sold. The Company does not provide any extended warranties.

Revenue from sale of services

Revenue in respect of operation and maintenance contract, awarded on a standalone basis or included in long term contracts and identified as a separate performance obligation, is recognized as the related services are performed on a time proportion basis under the contracts.

Estimates and assumptions

Revenue from Engineering, Procurement and Construction contracts

Provisions for liquidated damages claims (LDs): The Company provides for LD claims to the extent that is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved. This requires an estimate of the amount of LDs payable under a claim which involves a number of management

judgments and assumptions regarding the amounts to be recognized.

Project cost to complete estimates: At each reporting date, the Company is required to estimate costs to complete on fixed-price contracts. Estimating costs to complete on such contracts requires the Company to make estimates of future costs to be incurred, based on work to be performed beyond the reporting date.

Recognition of contract variations: The Company recognizes revenues and margins from contract variations where it is considered probable that they will be awarded by the customer and this requires management to assess the likelihood of such an award being made by reference to customer communications and other forms of documentary evidence.

Judgements

A significant portion of the Company's business relates to EPC contracts which is accounted using cost-based input method, recognizing revenue as the performance in the contract progresses. This requires management to make judgement with respect to identifying contracts for which revenue need to be recognised over a period of time, depending upon when the customer consumes the benefit, whether the customer controls the work-in-progress, whether the asset created has an alternative use and the Company has right to payment for performance completed till date, either contractually or legally. The input method requires management to make significant judgements of the extent of progress towards completion including accounting of multiple contracts which need to be combined and considered as a single contract.

(a) Revenue from contracts with customers:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from projects and products	2,385.13	2,068.43
Revenue from services	169.58	198.81
Total revenue from contracts with customers (a)	**2,554.71**	**2,267.24**

(b) Other operating income

	For the year ended March 31, 2026	For the year ended March 31, 2025
Government grant		
-Export incentives	8.44	4.88
-Packaged Scheme of Incentives*	68.18	65.63
Sale of scrap	5.60	7.90
Exchange fluctuation gain / (loss)^	(30.76)	(4.39)
Total other operating income (b)	**51.46**	**74.02**
Total revenue from operations (a+b)	**2,606.17**	**2,341.26**

*The Company is eligible for claiming incentives for investments made under the Industrial Policy of the Government of Maharashtra under Package Scheme of Incentive (PSI) Scheme 2007. The Company's manufacturing unit at Shirwal in Maharashtra is eligible and had Eligibility Certificate (EC) for Mega Project under the Package Scheme of Incentive (PSI) 2007, under certificate no DI/PSI-2007/Mega Project/EC-306/2014/B-8013 dated August 14, 2014. Basis the above Eligibility certificate, it has started availing incentives under the PSI 2007. Accordingly, the Company has recognised the grant income amounting to Rs. 68.18 for the year ended March 31, 2026 (March 31, 2025: Rs 65.62).

^ includes mark to market loss on forward contracts not subjected to hedge accounting Rs. 3.40 (mark to market loss on March 31, 2025 : Rs. 0.25).

(c) Disclosure pursuant to Ind AS 115: Revenue from Contracts with Customers

i) Revenue by category of contracts:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Over a period of time basis	2,423.14	2,114.17
At a point-in-time basis	131.57	153.07
Total revenue from contracts with customers	**2,554.71**	**2,267.24**

Revenue by geographical market:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Within India	1,689.36	1,820.64
Outside India	865.35	446.60
Total revenue from contracts with customers	**2,554.71**	**2,267.24**

ii) Contract balances:

The following table provides information about contract balances from contracts with customers as at the reporting date:

	As at March 31, 2026	As at March 31, 2025
Trade receivables (note 6 (a))	608.37	504.86
Contract asset (note 6 (b))	146.98	119.63
Contract liability (note 18)	709.88	696.82

Contract assets have increased compared to the previous year primarily due to the entity entering into new contracts during the year and satisfying performance obligations ahead of the agreed billing and payment milestones as per contractual terms

During the year ended March 31, 2026, Rs. 179.16 (March 31, 2025: Rs. 204.22) of opening contract asset has been reclassified to trade receivables upon completion of milestones. (Refer note 6(b)).

Contract liabilities have increased in current year as entity has invoiced more than the supplies of products and services made in accordance with the contractual billing and payment schedule. During the year the Company has recognized revenue of 295.22 (March 31, 2025: 139.00) arising from opening unearned revenue.

iii) Performance obligations

EPC and other than EPC contracts- Performance obligation in a project or a group of projects which are contracted at or near same time with the same or related parties and negotiated simultaneously, are combined for the purpose of evaluation. The Company has estimated that multiple commitments pertaining to engineering, procurement and commissioning of such projects is a single performance obligation which is spread over different accounting periods.

Performance obligation for products are evaluated on standalone basis, recognised at a point in time. Generally, performance obligations for such contracts have an original expected duration of one year or less.

There are no major contracts with customers which have significant financing component included within them and therefore there is no difference between the timing of satisfaction of performance obligation vis a vis the timing of the payment.

Remaining performance obligations:

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

The Company applies practical expedient included in para 121 of Ind AS 115 - "Revenue from Contracts with Customers" and does not disclose information about its remaining performance obligations for contracts that have an original expected duration of one year or less.

	As at March 31, 2026	As at March 31, 2025
Amount of revenue yet to be recognised for contracts in progress	4,839.76	2,640.29

The Company expects that a significant portion of the remaining performance obligation will be completed in next 1 to 4 years. However, the contracts with customers for supply of utilities are for a longer period.

vi) Reconciliation between revenue recognised in Statement of profit and loss and contract price

There is no significant variation between revenue recognised in Statement of profit and loss and contract price except price variation claims, which are considered to be part of contract price.

20 Other income

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Interest income from financial assets carried at amortised cost		
- Bank deposits, corporate deposits and corporate bonds	54.17	30.00
- Interest on loan to holding company	-	6.19
- Other interest income*	11.25	2.94
Net gain/(loss) on fair value changes of mutual funds	(14.00)	10.62
Net gain on sale of mutual funds	26.75	15.24
Liabilities no longer required written back	1.16	1.25
Miscellaneous income^	2.94	3.49
Total	**82.27**	**69.73**

*Majorly includes interest accretion on government grant of Rs. 11.19 (March 31, 2025: Rs 2.89)

^Majorly includes cash discounts received from vendors Rs. 2.19 (March 31, 2025: Rs 2.25) and Insurance claim of Rs.1.26 (March 31, 2025: Rs 0.75)

21 Cost of raw material and components consumed

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Raw material and components at the beginning of the year	141.79	148.77
Add: Purchases	1,551.27	1,317.14
	1,693.06	**1,465.91**
Raw material and components at the end of the year	231.66	141.79
	1,461.40	**1,324.12**
Total	**1,461.40**	**1,324.12**

22 Change in inventories of finished goods and work-in-progress

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Inventories at the beginning of the year		
Work-in-progress	4.40	10.34
Finished goods	1.73	4.24
	6.13	**14.58**
Less: inventories at the end of the year		
Work-in-progress	2.02	4.40
Finished goods	5.69	1.73
	7.71	**6.13**
Total	**(1.58)**	**8.45**

23 Employee benefits expense

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Salaries and wages*	199.03	188.01
Contribution to provident and other funds	15.78	14.24
Gratuity expense (Refer note 17)	3.93	2.87
Staff welfare expenses	13.14	8.08
Share based payment expense (Refer note 34)	0.20	0.21
Total	**232.08**	**213.41**

*includes Director's sitting fees of Rs. 0.10 (March 31, 2025: Rs. 0.11)

24 Finance costs

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Interest expense	1.54	5.05
Unwinding of discount	4.19	3.89
Total	**5.73**	**8.94**

26 (a) Other expenses

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Consumption of stores and spare parts	40.39	34.10
Power and fuel	11.48	11.45
Freight and forwarding charges (net of recovery)	83.14	87.06
Drawing, design and technical service charges	22.32	19.76
Sales commission	6.81	5.61
Royalty	17.36	6.11
Advertisement and sales promotion	1.01	0.98
Rent (note 27 C)	10.78	8.14
Rates and taxes	4.19	2.34
Insurance	1.77	1.75
Repairs and maintenance:		
Plant and equipment	3.68	3.06
Buildings	0.45	1.61
Others	11.43	9.41
Travelling and conveyance	19.76	15.48
Legal and professional fees (includes payment to auditor; refer note 25 (b))	9.33	7.02
Management fees (note 28)	51.85	46.68
Expenditure on Corporate Social Responsibility (note 25 (c))	3.74	2.46
Bad debts	0.18	12.01
Provision for doubtful advances (net)	(0.18)	1.06
Warranty expenses (net)	16.74	15.70
Loss on sale/ discard of assets (net)	0.15	0.10
Miscellaneous expenses (includes printing, communication, postage, security expense, etc.)	18.00	19.09
Total	**334.38**	**310.98**

(b) Payment to auditors

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
As auditor		
Audit fees	0.46	0.46
In other capacity		
Certification fees	-	-
Reimbursement of expenses	0.01	0.02
Total	**0.47**	**0.48**

(c) Corporate Social Responsibility (CSR)

			For the Year ended March 31, 2026	For the Year ended March 31, 2025
(a) Gross amount required to be spent by the Company during the year			3.74	2.46
(b) Amount approved by the Board to be spent during the year			3.74	2.46
(c) Amount spent during the year^			3.14	2.46
During the year ended March 31, 2026	**In Cash**	**Yet to spend in cash**		**Total**
a. Construction/ acquisition of any asset	-	-		-
b. On purposes other than (a) above^	3.14	0.60		3.74
	3.14	**0.60**		**3.74**
During the year ended March 31, 2025				
a. Construction/ acquisition of any asset	-	-		-
b. On purposes other than (a) above^	2.46	-		2.46
	2.46	**-**		**2.46**
(d) Shortfall at the end of the year		0.60		-
(e) Total of previous years shortfall		-		-
(f) Reason for shortfall		Pertains to ongoing projects		Not applicable
(g) Nature of CSR activities		Education, Skill Development, Rural Development		Education, Skill Development, Rural Development
(h) Details of related party transactions in relation to CSR expenditure as per relevant Indian Accounting Standard		3.74*		2.46

*Contains unspent CSR amount of Rs. 0.60

^The amount is contributed to Thermax Foundation, India (refer note 28) which is engaged in education of economically underprivileged children by addressing social discrimination through affirmative actions, skill development and employability initiatives.

Subsequent to year end, the unspent amount had been transferred to unspent CSR account within 30 days from the end of the financial year, in accordance with the Companies Act, 2013 read with the CSR Amendment Rules.

26 (a) Earnings per share

Accounting policy

The Company presents the basic and diluted EPS data for its equity shares.

(i) **Basic EPS** is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

(ii) **Diluted EPS** is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Net profit after tax attributable to the Equity shareholders (a)	234.32	225.67
Weighted average number of Equity shares of Rs.10/- each considered for calculating basic EPS (in units) (b)	628,222,500	628,222,500
Weighted average number of shares of Rs. 10/- each considered for calculating diluted EPS (in units) (c)	628,222,500	628,222,500
Basic earnings per share (in Rupees) (d) = (a)/(b)	3.73	3.59
Diluted earnings per share (in Rupees) (e) = (a)/(c)	3.73	3.59

26 (b) Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

For the year ended March 31, 2026

	Cash flow hedge reserve	Retained Earnings	Total
Foreign exchange forward contracts (Net of tax)	(60.81)	-	(60.81)
Reclassified to Statement of profit or loss (Net)	(1.95)	-	(1.95)
Re-measurement gains on defined benefit plans(Net of tax)	-	(0.29)	(0.29)
Total	**(62.76)**	**(0.29)**	**(63.05)**

For the year ended March 31, 2025

	Cash flow hedge reserve	Retained Earnings	Total
Foreign exchange forward contracts (Net of tax)	(6.65)	-	(6.65)
Reclassified to Statement of profit or loss (Net)	(0.18)	-	(0.18)
Re-measurement gains on defined benefit plans (Net of tax)	-	(1.83)	(1.83)
Total	**(6.83)**	**(1.83)**	**(8.66)**

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

27 Contingent liabilities and commitments

A Contingent liabilities

(a) Accounting policy

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

(b) Judgements

Tax and Legal contingencies

The Company has received various orders and notices from tax authorities in respect of direct taxes and indirect taxes. The outcome of these matters may have a material effect on the financial position, results of operations or cash flows. Management regularly analyses current information about these matters and provides provisions for probable losses including the estimate of legal expense to resolve such matters. In making the decision regarding the need for loss provisions, management considers the degree of probability of an unfavourable outcome and the ability to make a sufficiently reliable estimate of the amount of loss. The filing of a suit or formal assertion of a claim against the Company or the disclosure of any such suit or assertions, does not automatically indicate that a provision of a loss may be appropriate.

Details of contingent liabilities

(c) As part of the slump purchase agreement in financial year 2019-2020 with the Holding Company, the Company had acquired liabilities relating to demand notices/show cause-cum-demand notices from the Excise department covering period from June 2000 till June 2017 for Rs. 1,238.85 crores (March 31, 2025 : Rs.1238.85) including penalty (but excluding interest and further penalty thereon).

These demands were of excise duty payable on inclusion of the cost of bought out items in the assessable value of certain products manufactured by the Holding Company, though such duty paid bought out items are directly dispatched by the manufacturers thereof to the ultimate customer, without being received in the Company's factory. The Holding Company had filed an appeal against the same before CESTAT, Mumbai which was allowed in favour of the Holding Company during FY 2022-23.

During the previous year, the Commissioner of CGST & CE, Pune – I has filed an appeal before the Hon'ble Supreme Court of India challenging CESTAT order and appeal was admitted on July 10, 2024. Based on an independent legal advice, the Company and Holding Company are confident of the issue being ultimately decided in its favour and accordingly, no provision has been considered necessary.

(d)

Particulars (excluding of interest and penalty thereon)	As at March 31, 2026	As at March 31, 2025
Income Tax matters (#)	36.96	36.96
Excise, Customs Duty and Goods & Services tax	38.30	38.13
Sales Tax ($)	4.22	4.22

#During FY 2024-25, Company has received income tax order for AY 2023-24 for disallowing brought forward losses of Rs. 51.46. The assessing officer has raised demand of Rs.14.26 on brought forward losses disallowed. The Company has filed a stay of demand against the said order. Based on the advice obtained from tax expert, the Company's management believes that the probability of any outflow in respect of this order is remote and hence not considered in contingent liability.

During the FY 2022-23, The Company has received an income tax order for AY 2021-22 adding back income of Rs 200.10 for Goods and Services Tax ("GST") collected on sales. The Company has filed an appeal with CIT(appeals) and stay of demand against the said order. Based on the favourable order in case of similar matter in Holding Company, the management believes that the company has good case and hence the case is not considered in contingent liability.

$ From FY 2006-07 to FY 2015-16, the Company has indicated a contingent liability of Rs. 4.22 (March 31, 2025 : Rs.4.22) for various demand notices received by the Holding company. These liabilities are related to part of the acquired business.

(e) Others

	As at March 31, 2026	As at March 31, 2025
Liability for export obligations	2.15	1.98
Claims against the Company not acknowledged as debts	0.55	0.55

The Company has imported goods against advance licences. The timing and amount of the liability which will arise from above matters, will be determined by the relevant authorities on settlement of the cases.

Claims against the Company not acknowledged as debt on account of ongoing legal dispute. Based on the legal opinion on few matters and management assessments of the facts of the case, no provision is considered for the subject matters. Pending resolution of the matters, it is not practicable to estimate the timing of cash outflows, if any.

(f) The Company has issued various guarantees for performance, deposits, tender money, advances, etc to customers. The management has considered the probability for outflow of the same to be remote and accordingly no amount has been disclosed here.

B Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Rs. 6.13 (March 31, 2025 : Rs. 5.67).

C Leases

Accounting policy

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Where the Company as lessee

Accounting policy

The Company lease asset classes primarily consist of leases for land, buildings, guest houses and office equipment. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

(1) the contract involves the use of an identified asset

(2) the Company obtains substantially all of the economic benefits from use of the asset through the period of the lease and

(3) the Company obtains the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease

liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Company:

- where possible, uses recent third-party financing received by the Company as a starting point, adjusted to reflect changes in financing conditions since third party financing was received.
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Company, which does not have recent third-party financing
- makes adjustments specific to the lease, for example, term, country, currency and security."

If a readily observable amortising loan rate is available to the individual lessee (through recent financing or market data) which has a similar payment profile to the lease, then the Company use that rate as a starting point to determine the incremental borrowing rate.

The lease liability is initially measured at present value of the future lease payments. The lease payments include 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.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company has taken office buildings and factory shed on operating lease. The tenure of such leases ranges from 1 to 5 years. Lease rentals are charged to the Statement of profit and loss for the year. There are no sub-leases. The leases are renewable on mutually agreeable terms. At the expiry of the lease term, the Company has an option to terminate the agreement or extend the term by giving notice in writing.

For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term."

Details of Leases :

The Company has taken land, office buildings, factory sheds, guest house, warehouse, vehicles, printers and other office equipment's on lease for a tenure of 1 to 99 years. 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. There are no variable lease payments and residual value guarantees for these leases. The leases are renewable on mutually agreeable terms. At the expiry of the lease term, either party has an option to terminate the agreement or extend the term by giving notice in writing. The Company also has certain leases of machinery with lease terms of 12 months or less and leases of office equipment with low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

Details of amounts recognised in statement of profit and loss

	As at March 31, 2026	As at March 31, 2025
Expense relating to short-term leases (included in other expenses)	9.03	11.02
Expense relating to leases of low-value assets (included in other expenses)	1.75	1.17
Depreciation of Right of Use Assets (note 4 (b))	0.72	0.72
	11.50	**12.91**

28 Related party disclosures

A Ultimate Holding Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	RDA Holdings Private Limited	India

B Holding Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Limited	India

C Subsidiary Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Energy Solutions Company	Kingdom of Saudi Arabia

D Fellow subsidiaries

Related parties with whom transactions have taken place during the year and previous year :

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Instrumentation Limited	India
2	Thermax Engineering Construction Company Limited	India
3	PT Thermax International, Indonesia	Indonesia
4	Thermax International Tanzania Limited	Tanzania

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

5	Thermax (Thailand) Limited	Thailand
6	First Energy Private Limited	India
7	First Energy Nine Private Limited	India
8	Thermax Nigeria Limited	Nigeria

E Enterprises over which control is exercised by Individuals having Significant influence over the Company and Key Management Personnel

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Foundation	India

F Key Management Personnel:

1 Mr. Ashish Bhandari - Director and Chairman

2 Mr. Ravinder Advani - Director (resigned on April 24, 2024)

3 Mr. Pravin Karve- Director (retired on July 07, 2025)

4 Mr. Rajesh Bukinkere- Director and CEO

5 Mr. Rajendran Arunachalam- Director

6 Mr. Nawshir Mirza - Non Executive Director (retired on July 22, 2024)

7 Mrs. Rajani Kesari - Non Executive Director

8 Mr. Shyamak Tata - Non Executive Director

9 Mr. Bhavesh Chheda - Chief Financial Officer (up to March 31, 2025)

10 Mr. Sandeep Deshpande - Chief Financial Officer (Appointed on May 07, 2025)

11 Ms. Apurva Gupte - Company Secretary

G Individuals having control or significant influence over the Company by reason of voting power, and their relatives:

1 Mrs. Meher Pudumjee - Chairperson of Holding Company

2 Mrs. Anu Aga - Relative of Chairperson of Holding Company

3 Mr. Pheroz Pudumjee - Director of Holding Company

4 Mr. Zahaan Pudumjee - Relative of Chairperson of Holding Company

5 Ms. Lea Pudumjee - Relative of Chairperson of Holding Company

6 Mr. Yohan Morris- Relative of Chairperson of Holding Company

H Transactions with related parties:

	Holding Company		Fellow subsidiaries		Enterprises over which control is exercised by Individuals having Significant influence over the company and Key Management Personnel		Key Management Personnel and Individuals having Significant influence over the Company		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
a. Transactions during the year										
Revenue from contracts with customers	180.43	59.34	-	0.67	-	-	-	-	**180.43**	**60.01**
Interest received on loan given	-	6.19	-	-	-	-	-	-	**-**	**6.19**
Recovery of expenses	0.50	0.81	-	-	-	-	-	-	**0.50**	**0.81**
Purchase of raw material and components	116.04	66.18	-	-	-	-	-	-	**116.04**	**66.18**
Reimbursement of expenses	5.94	5.56	1.57	0.84	-	-	-	-	**7.51**	**6.40**
Remuneration to key management personnel*	-	-	-	-	-	-	3.05	4.41	**3.05**	**4.41**
Other expenses#	7.41	6.36	2.97	2.76	-	-	-	-	**10.38**	**9.12**
Management fees	51.85	46.68	-	-	-	-	-	-	**51.85**	**46.68**
Director's sitting fees	-	-	-	-	-	-	0.10	0.11	**0.10**	**0.11**
CSR expenditure**	-	-	-	-	3.74	2.46	-	-	**3.74**	**2.46**
Commission paid	-	-	-	-	-	-	0.12	0.16	**0.12**	**0.16**
Rent paid	4.02	4.35	-	-	-	-	-	-	**4.02**	**4.35**
Redemption of 8% cumulative preference shares	-	52.70	-	-	-	-	-	-	**-**	**52.70**
Dividend on preference shares	-	25.30	-	-	-	-	-	-	**-**	**25.30**
Dividend on Equity Shares	141.35	-	-	-	-	-	-	-	**141.35**	**-**
Investment made	-	-	-	0.72	-	-	-	-	**-**	**0.72**
Loans given	-	345.00	-	-	-	-	-	-	**-**	**345.00**
Loans repayment	-	345.00	-	-	-	-	-	-	**-**	**345.00**

* Does not include gratuity and leave encashment since the same is calculated for all employees of the Company as a whole.

**Unspent during the year Rs. 0.60 (March 31, 2025: Nil)

Includes other cost allocation from Holding Company for legal expenses, software expenses, etc.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

Transaction carried out by Holding Company as agent with the company

Description	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Revenue from contracts with customers	-	-
Purchase of raw material and components	7.30	120.85

Balances with holding company as agent with the company

Description	As at March 31, 2026	As at March 31, 2025
Trade receivables	43.24	25.84
Contract asset	31.06	44.19

	Holding Company		Fellow subsidiaries		Enterprises over which control is exercised by Individuals having Significant influence over the company and Key Management Personnel		Key Management Personnel and Individuals having Significant influence over the Company		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
b.Balances as at reporting date										
Trade receivables	82.01	2.25	0.10	0.40	-	-	-	-	**82.11**	**2.65**
Contract asset	6.23	7.80							**6.23**	**7.80**
Trade payables	62.58	38.87	0.98	1.02	-	-	-	-	**63.56**	**39.89**
Contract liabilities	47.50	29.25							**47.50**	**29.25**
Commission payable	-	-	-	-	-	-	0.12	0.16	**0.12**	**0.16**
Other financial liabilities*	-	-	-	-	0.60	-	-	-	**0.60**	**-**
Corporate guarantees issued on behalf of Company	1,634.00	202.58	-	-	-	-	-	-	**1,634.00**	**202.58**

*Unspent CSR amount during the year Rs. 0.60 (March 31, 2025: Nil)

I **Related party transactions include transactions pertaining to the following parties with whom the transactions are considered to be individually significant (percentage of the transactions being 10% or more of the total of transactions given in note 'G' above):**

	For the Year ended March 31, 2026		For the Year ended March 31, 2025	
	Amounts for individually Significant parties	Total	Amounts for individually Significant parties	Total
Transactions during the year				
Revenue from contracts with customers				
Thermax Limited, India	180.43		59.34	
Sub-total - Individually significant parties		**180.43**		**59.34**
Others		-		0.67
Total		**180.43**		**60.01**
Interest received on loan given				
Thermax Limited, India	-		6.19	
Total		**-**		**6.19**
Recovery of expenses				
Thermax Limited, India	0.50		0.81	
Total		**0.50**		**0.81**
Purchase of raw material and components				
Thermax Limited, India	116.04		66.18	
Total		**116.04**		**66.18**
Reimbursement of expenses				
Thermax Limited, India	5.94		5.56	
First Energy Nine Private Limited	1.06		-	
Thermax Engineering Construction Company Limited	0.51		-	
Sub-total - Individually significant parties		**7.51**		**5.56**

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

	For the Year ended March 31, 2026		For the Year ended March 31, 2025	
	Amounts for individually Significant parties	Total	Amounts for individually Significant parties	Total
Others		-		0.84
Total		**7.51**		**6.40**
Remuneration to key management personnel				
Mr. Pravin Karve	-		2.15	
Mr. Bhavesh Chheda	-		0.77	
Mr. Sandeep Deshpande	0.89		-	
Ms. Apurva Gupte	0.14		0.12	
Mr Rajesh Bukinkere	2.02		1.37	
Total		**3.05**		**4.41**
Other expenses				
Thermax Limited, India	7.41		6.36	
Thermax (Thailand) Limited	2.97		2.73	
Sub-total - Individually significant parties		**10.38**		**9.09**
Others		-		0.03
Total		**10.38**		**9.12**
Management fees				
Thermax Limited, India	51.85		46.68	
Total		**51.85**		**46.68**
Director's sitting fees				
Mr. Nawshir Mirza	-		0.01	
Mrs. Rajani Kesari	0.05		0.05	
Mr. Shyamak Tata	0.05		0.05	
Total		**0.10**		**0.11**
CSR expenditure				
Thermax Foundation, India	3.74		2.46	
Total		**3.74**		**2.46**
Commission				
Mr. Nawshir Mirza	-		0.03	
Mrs. Rajani Kesari	0.07		0.08	
Mr. Shyamak Tata	0.05		0.05	
Total		**0.12**		**0.16**
Rent paid				
Thermax Limited, India	4.02		4.35	
Total		**4.02**		**4.35**
Redemption of 8% cumulative preference shares				
Thermax Limited, India	-		52.70	
Total		**-**		**52.70**
Dividend on preference shares				
Thermax Limited, India	-		25.30	
Total		**-**		**25.30**
Dividend on Equity Shares				
Thermax Limited, India	141.35		-	
		141.35		**-**
Investment made				
First Energy Nine Private Limited	-		0.72	
Total		**-**		**0.72**
Loans given				
Thermax Limited, India	-		345.00	
Total		**-**		**345.00**
Loans repayment				
Thermax Limited, India	-		345.00	
Total		**-**		**345.00**

	As at March 31, 2026		As at March 31, 2025	
	Amounts for individually Significant parties	Total	Amounts for individually Significant parties	Total
Balances as at year end				
Trade receivables				
Thermax Limited, India	82.01		6.51	
Sub-total - Individually significant parties		**82.01**		**6.51**
Others		0.10		(3.86)
Total		**82.11**		**2.65**
Advance to suppliers				
Thermax Limited, India	12.97		14.41	
Sub-total - Individually significant parties		**12.97**		**14.41**
Others		-		-
Total		**12.97**		**14.41**
Trade payables				
Thermax Limited, India	62.58		38.87	
Sub-total - Individually significant parties		**62.58**		**38.87**
Contract asset				
Thermax Limited, India	6.23		7.80	
Total		**6.23**		**7.80**
Contract liability				
Thermax Limited, India	47.50		29.25	
Total		**47.50**		**29.25**
Commission Payable				
Mr. Nawshir Mirza	-		0.03	
Mrs. Rajani Kesari	0.07		0.08	
Mr. Shyamak Tata	0.05		0.05	
Total		**0.12**		**0.16**
Corporate guarantees issued on behalf of company				
Thermax Limited, India	1,634.00		202.58	
Total		**1,634.00**		**202.58**

J Terms and conditions of related party transactions

The sales to and purchases from related parties are considered by management to be in the ordinary course of business. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash (excluding loan outstanding).

There have been no guarantees provided or received for any related party receivables or payables except stated above. For the year ended March 31, 2026, the Company has recorded an impairment of receivables relating to amounts owed by related parties of Rs. 5.80 (March 31, 2025 : Rs. 4.75). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. All outstanding balances are unsecured and repayable in cash.

Refer note 43 for terms and conditions of loan given to Holding Company.

29 Segment information

Accounting policy

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker. The Board of Directors of the Company has identified the Director and Chief Executive Officer as the chief operating decision maker of the Company.

Judgements

Ind AS 108 Operating Segments requires Management to determine the reportable segments for the purpose of disclosure in financial statements based on the internal reporting reviewed by Chief Operating Decision Maker (CODM) to assess performance and allocate resources. The standard also requires Management to make judgments with respect to aggregation of certain operating segments into one or more reportable segment.

Operating segments used to present segment information are identified based on the internal reports used and reviewed by the Chief Executive Officer to assess performance and allocate resources. The Company is operating in a single business segment, viz Industrial Infra (Energy and Allied Services).

The Company's portfolio includes subcritical and supercritical boilers and related services. The Director and CEO of the Company has been identified as the Chief Operating Decision Maker ('CODM'). For management purposes, the Company reports the details of operating segments as a single segment for "industrial infra (energy and allied services)". The CODM reviews the information for this single segment only. Accordingly, the Company has provided only geographical segment disclosures.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

Disclosure pursuant to Ind AS 108 Operating Segments

	March 31, 2026	March 31, 2025
Revenue^		
Within India	1,740.82	1,894.66
Outside India	865.35	446.60
Total Revenue	**2,606.17**	**2,341.26**
Carrying Amount of non current assets		
Within India	332.20	320.31
Outside India	-	-
Total Asset	**332.20**	**320.31**
Addition to plant, property and equipment and intangible assets		
Within India	12.32	17.22
Outside India	-	-
Total Addition to plant, property and equipment and intangible assets	**12.32**	**17.22**

^During the current financial year there is one external customers who contributes 10% or more of total revenue, During the last financial year there are no external customers who contributes 10% or more of total revenue

30 Fair value measurements

Estimates and assumptions

Fair value measurement of unquoted financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Assumptions include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

a) Category of financial instruments and valuation techniques

(i) Financial assets

Details of financial assets carried at amortised cost

	As at March 31, 2026	As at March 31, 2025
Trade receivables	608.37	504.86
Loans	0.92	1.33
Investments	217.97	68.28
Other financial assets	112.32	73.77
Cash and cash equivalents	76.12	55.49
Bank balances other than cash and cash equivalents	376.53	705.28
Total	**1,392.23**	**1,409.01**
Current assets	1,189.47	1,074.25
Non-current assets	202.76	334.76
Total	**1,392.23**	**1,409.01**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Details of financial assets carried at fair value through profit and loss

	As at March 31, 2026	As at March 31, 2025
Investments	232.22	222.94
Total	**232.22**	**222.94**
Current assets	232.22	190.65
Non-current assets	-	32.29
Total	**232.22**	**222.94**

The fair values of mutual funds are based on price quotations at the reporting date.

Details of derivative assets

	As at March 31, 2026	As at March 31, 2025
Derivative instruments		
Cash flow hedges		
Foreign exchange forward contracts	-	3.30
Derivative not designated as hedges		
Foreign exchange forward contracts	5.48	1.45
Total	**5.48**	**4.75**
Current assets	5.48	4.75
Non-current assets	-	-
Total	**5.48**	**4.75**

(ii) Financial liabilities

Details of financial liabilities carried at amortised cost

	As at March 31, 2026	As at March 31, 2025
Trade payables	583.57	434.87
Employee related payables	34.48	31.70
Other liabilities	1.52	1.14
Total	**619.57**	**467.71**
Current liabilities	619.57	467.71
Non current liabilities	-	-
Total	**619.57**	**467.71**

Details of derivative liabilities

	As at March 31, 2026	As at March 31, 2025
Derivative instruments		
Cash flow hedges		
Foreign exchange forward contracts	87.06	6.40
Derivative not designated as hedges		
Foreign exchange forward contracts	2.08	1.20
Total	**89.14**	**7.60**
Current liabilities	89.14	7.60
Non-current liabilities	-	-
Total	**89.14**	**7.60**

The Company enters into derivative financial instruments with banks. Foreign exchange forward contracts are valued using valuation techniques, which employs the use of market observable inputs which captures credit quality of counterparties, foreign exchange spot and forward rates, yield curves of the respective currencies and currency basis spreads between the respective currencies. All derivative contracts are fully cash collateralised, thereby eliminating both counterparty and the Company's own non-performance risk. The changes in counterparty credit risk had no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationships and other financial instruments recognised at fair value.

b) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2026

	Date of valuation	Level 1	Level 2	Level 3*
Financial assets				
Investments				
Mutual funds	March 31, 2026	232.22	-	-
Derivative financial assets	March 31, 2026	-	5.48	-
Financial liabilities				
Derivative financial liabilities	March 31, 2026	-	89.14	-

Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2025

	Date of valuation	Level 1	Level 2	Level 3*
Financial assets				
Investments				
Mutual funds	March 31, 2025	222.94	-	-
Derivative financial assets	March 31, 2025	-	4.75	-
Financial liabilities				
Derivative financial liabilities	March 31, 2025	-	7.60	-

There has been no transfer between Level 1 and Level 2 during the year and during the previous year.

Valuation of financial assets in Level 3 has been done based on discounting of future cash flows. There are no transfers into or out of Level 3 of the fair value hierarchy during the year.

c) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- for foreign currency forwards the present value of future cash flows based on the forward exchange rates at the balance sheet date
- for other financial instruments – discounted cash flow analysis.

All of the resulting fair value estimates are included in level 2 except for unlisted equity securities, where the fair values have been determined based on present values.

d) The finance department includes a dedicated team responsible for performing valuations of financial assets and liabilities for financial reporting purposes, including Level 3 fair value measurements. This team operates within a structured governance framework, and valuation processes and outcomes are reviewed on the basis of reporting cycle of the Company.

The key Level 3 inputs for unlisted equity securities used by the Company are determined and assessed as follows:

- Discount rates are estimated using a capital asset pricing model, reflecting current market assessments of the time value of money and risks specific to the asset;
- Risk adjustments relating to counterparties (including assumptions on credit default rates) are derived from internal credit risk gradings established by the Company's credit risk management function.

Changes in Level 2 and Level 3 fair values are evaluated at the end of each reporting period as part of the quarterly valuation review process. During this review, the valuation team presents an analysis explaining the drivers of movements in fair values.

Significant estimates

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Company uses its judgement to select a variety of methods and makes assumptions that are mainly based on market conditions existing at the end of each reporting period. For details of the key assumptions used and the impact of changes to these assumptions, refer (c) and (d) above.

31 (a) Financial risk management

The Company's principal financial liabilities, other than derivatives, comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, loans and cash and cash equivalents that it derives directly from its operations. The Company holds FVTPL investments and also enters into derivative transactions.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. No significant changes were made in the risk management objectives and policies during the years ended March 31, 2026 and March 31, 2025. The management of the Company reviews and agrees policies for managing each of these risks which are summarised below:

I Market risk

Market risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market variables such as interest rates, foreign exchange rates and equity prices, whether those changes are caused by factors specific to the individual investment or its issuer or factors affecting all investments traded in the market.

Market risk is managed on the basis of pre-determined asset allocations across various asset categories, diversification of assets in terms of geographical distribution and industry concentration, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

(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 is not currently exposed significantly to such risk.

b Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

Foreign exchange risk is managed on the basis of limits determined by management and a continuous assessment of current and expected exchange rate movements and entering into derivative contracts(foreign currency forward contracts) that hedge the maximum period of exposure of underlying transactions (i.e. highly probable forecast sales and purchases).

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of expected settlement of the resulting receivable or payable that is denominated in the foreign currency.

Foreign currency risk exposure:

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

	As at March 31, 2026				As at March 31, 2028			
	USD	EURO	JPY	GBP	USD	EURO	JPY	GBP
Financial assets								
Trade receivables	182.72	1.43	-	-	76.39	-	-	-
Cash and cash equivalents	-	-	-	-	10.27	-	-	-
Derivative assets								
Foreign exchange forward contracts-								
Sell foreign currency	1,983.40	0.54	-	-	1,319.07	0.31	-	-
Financial liabilities								
Bank loan	-	-	-	-	-	-	-	-
Trade payables	48.13	1.55	-	0.50	34.51	2.81	-	-
Derivative liabilities								
Foreign exchange forward contracts -								
Buy foreign currency	141.97	11.90	-	-	118.27	10.80	-	-
Net exposure to foreign currency risk - asset/ liability	**1,976.02**	**(11.48)**	**-**	**(0.50)**	**1,252.95**	**(13.30)**	**-**	**-**

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in USD and EUR exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including foreign currency derivatives not designated as cash flow hedge and foreign currency derivatives with underlying foreign currency monetary assets/liabilities designated as cash flow hedge. The impact on the Company's pre-tax equity is due to changes in the fair value of forward exchange contracts designated as cash flow hedges.

	Impact on profit before tax		Impact on other components of equity	
	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2026	For the year ended March 31, 2025
USD Sensitivity				
INR/ USD - Increase by 5%	5.51	0.19	(83.45)	(55.70)
INR/ USD - Decrease by 5%	(5.51)	(0.19)	83.45	55.70
EURO Sensitivity				
INR/ EUR - Increase by 5%	0.58	0.45	-	-
INR/ EUR - Decrease by 5%	(0.58)	(0.45)	-	-

Favourable impact shown as positive and adverse impact as negative.

The exposure to other foreign currencies is not significant to the Company's financial statements.

c Price risk

The Company's investments are susceptible to market price risk arising from uncertainties about future values of the investment securities. These securities are quoted and unquoted. The Company manages the price risk through diversification and by placing limits on individual and total mutual fund instruments. Further, the price risk is also mitigated by switching the investment portfolio between investment in mutual fund instruments and investments in bank deposits/corporate deposits. Reports on the investment portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions. The Company is not currently exposed significantly to such risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and contract assets) and and from its investing activities, including deposits with banks, loans to related parties and investment at amortised cost.

Trade receivables/ contract assets

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

A default on a financial asset is when the counterparty fails to make contractual payments when they fall due. This definition of default is determined by considering the business environment in which Company operates and other macro-economic factors.

Credit quality of a customer is assessed based on its credit worthiness and historical dealings with the Company, market intelligence and goodwill. Outstanding customer receivables are regularly monitored. While cash and cash equivalents are also subject to the impairment requirements of Ind AS 109, the Company has not identified impairment loss in view of banks having high credit rating. In respect of security deposits and other financial assets, the risk of financial loss on account of credit risk is not expected to be material to the financial statements.

Credit risk arises from the possibility that customer will not be able to settle their obligations as and when agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, analysis of historical bad debts, ageing of accounts receivable and forward looking information. Individual credit limits are set accordingly. The Company has a detailed review mechanism of overdue customer receivables at various levels within the organisation.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The provision matrix takes into account a continuing credit evaluation of Company's customers' financial condition; aging of trade accounts receivable; the value and adequacy of security received from the customers in certain circumstances (if any); the Company's historical loss experience; and adjustment based on forward looking information The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Company has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The expected loss rates are based on the payment profiles of sales over a period of 60 months before the reporting date and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

Impairment losses on trade receivables and contract assets are presented as net impairment losses. Subsequent recoveries of amounts previously written off are credited against the same line item.

Bank deposits and other financial instruments

Credit risk from balances with banks, mutual funds and other financial instruments like derivative contracts are managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties having a good market reputation and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2026 and March 31, 2025 is the carrying amounts as disclosed in Note 8(a) and 12, maximum exposure relating to financial derivative instruments is disclosed in notes 8(b) and 16(b) to the financial statements.

Loans to related parties

The Company considers the probability of default upon initial recognition of loan and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the company compares the risk of a default occurring on the loan as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

Debt instruments (excluding loans to related parties)

All of the entity's debt instruments (preference shares and security deposits) at amortised cost are considered to have low credit risk, and the loss allowance recognised during the period was therefore limited to 12 months' expected losses. Management consider 'low credit risk' for listed instruments to be an investment grade credit rating with at least one major rating agency. Other instruments are considered to have low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at operating segments level in the Company in accordance with practice and limits set by the Company. In addition, the Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

(i) Maturities of financial liabilities

The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

March 31, 2026	< 1 year	1 to 3 years	> 3 years
Non- derivative			
Trade Payables	583.57	-	-
Other financial liabilities			
Other payables	36.00	-	-
Derivatives (net settled)			
Foreign exchange forward contracts	89.14	-	-

March 31, 2025	< 1 year	1 to 3 years	> 3 years
Non- derivative			
Trade Payables	434.87	-	-
Other financial liabilities			
Other payables	32.84	-	-
Derivatives (net settled)			
Foreign exchange forward contracts	7.60	-	-

Financing arrangements

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

	As at March 31, 2026	As at March 31, 2025
Expiring within one year (bank overdraft and other facilities)	140.00	140.00
Expiring beyond one year (bank loans)	-	-

The bank overdraft facilities might be drawn at any time and might be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings.

Notes to financial statements for the year ended March 31, 2025
(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

31 (b) Hedging activities and derivatives

Cash flow hedges

Foreign currency risk

Foreign exchange forward contracts measured at fair value through OCI are designated as hedging instruments in cash flow hedges of forecast sales in USD, EUR and forecast purchases in USD and EUR. These forecast transactions are highly probable, and fully cover the Company's expected future sales and future purchases based on the orders received.

While the Company also enters into other foreign exchange forward contracts with the intention to reduce the foreign exchange risk of expected sales and purchases, these other contracts are not designated in hedge relationships and are measured at fair value through profit or loss.

The foreign exchange forward contract balances vary with the level of expected foreign currency sales and purchases and changes in foreign exchange forward rates.

	As at March 31, 2026		As at March 31, 2025	
	Assets	Liabilities	Assets	Liabilities
Fair Value of Foreign exchange forward contracts designated as hedging instrument	5.48	(89.14)	4.75	(7.60)

The terms of the foreign currency forward contracts match the terms of the expected highly probable forecast transactions. As a result, no hedge ineffectiveness arise requiring recognition through profit or loss. Notional amounts of hedged item as assets for export transaction and as liabilities for import transactions, are as mentioned below.

	As at March 31, 2026		As at March 31, 2025	
	Assets	Liabilities	Assets	Liabilities
Cash flow hedge				
Foreign exchange forward contracts	1,907.48	-	1,192.24	-
Derivatives not designated as hedges				
Foreign exchange forward contracts	76.46	153.87	107.17	128.39

Majority of the derivative contracts mature within the next 12 months.

The cash flow hedges of the expected future sales and purchases were assessed to be highly effective and following net unrealised gain / (loss) with a deferred tax asset/ (liability) relating to the hedging instruments, is included in OCI.

	As at March 31, 2026		As at March 31, 2025	
	Expected future sales	Expected future purchases	Expected future sales	Expected future purchases
Unrealised gain/(Loss)	(70.84)	-	(3.13)	-
Deferred tax asset/ (liability)	17.83	-	0.79	-
	(53.01)	**-**	**(2.34)**	**-**

The amounts retained in OCI at March 31, 2026 are expected to mature and affect the Statement of Profit and Loss during the year ending March 31, 2027.

Reclassifications to profit or loss during the year gains or losses included in OCI are shown in Note 26.

a) Disclosure of effects of hedge accounting on financial position:

March 31, 2026:

Type of hedge and risks	Nominal value	Carrying amount of Hedging Instruments Assets/(Liabilities)	Maturity date	Hedge ratio	Weighted average strike Price	Changes in fair value of hedging instrument	Change in the value of hedged item used as the basis for recognising hedge effectiveness
Foreign currency risk							
Foreign exchange forward contracts - USD	1907.48	(87.02)	Apr 26 to Sep 27	1:1	92.02	(83.95)	83.95

March 31, 2025:

Type of hedge and risks	Nominal value	Carrying amount of Hedging Instruments Assets/(Liabilities)	Maturity date	Hedge ratio	Weighted average strike Price	Changes in fair value of hedging instrument	Change in the value of hedged item used as the basis for recognising hedge effectiveness
Foreign currency risk							
Foreign exchange forward contracts - USD	1192.24	(3.06)	Apr 25 to Nov 26	1:1	86.61	(2.71)	2.71

Hedge effectiveness

Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and the hedging instrument. For hedges of foreign currency purchases and sales, the Company enters into hedge relationships where the critical terms of the hedging instrument match exactly with the terms of the hedged item. The Company therefore performs a qualitative assessment of effectiveness. If changes in circumstances affect the terms of the hedged item such that the critical terms no longer match exactly with the critical terms of the hedging instrument, the Company uses the hypothetical derivative method to assess effectiveness. In hedges of foreign currency purchases and sales, ineffectiveness might arise if the timing of the forecast transaction changes from what was originally estimated, or if there are changes in the credit risk of the Company or the derivative counterparty.

33 Key Financial Ratios

Ratios	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	Change	Reason for Variance
Current Ratio	Current Assets	Current Liabilities	1.32	1.24	5.98%	
Debt-Equity Ratio	Total Debt	Shareholder's Equity	-	-	NA	
Debt service coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + short term borrowings	45.21	28.34	59.51%	Refer Note 32(a)
Return on Equity Ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	22.14%	24.14%	-8.28%	
Inventory Turnover Ratio	Cost of goods sold	Average Inventory	7.31	8.27	-11.66%	
Debtors turnover ratio	Net sales = Gross sales - sales return	Average Trade Receivable	4.59	4.83	-4.94%	
Trade payables turnover ratio	*Net purchases	Average Trade Payables	4.31	4.64	-7.01%	
Net working capital turnover ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	5.24	7.24	-27.65%	Refer Note 32(b)
Net Profit ratio	Net Profit after tax	Net sales = Total sales - sales return	9.17%	9.95%	-7.85%	
Return on capital employed	Earnings before interest and taxes	Capital Employed = Net Worth + Total long term Debt	29.88%	29.90%	-0.08%	
Return on investment	Interest (Finance Income)	Average Investment	6.96%	7.28%	-4.30%	

*Net credit purchases = Gross credit purchases - purchase return + staff welfare + Other expenses (Excluding Bad debts written off, Provision for impairment allowance on financial assets, warranty expenses & Loss on sale/discard of assets)

32(a) In previous year finance charges were on higher side due to interest on packing credit availed and interest accretion on preference shares.

32(b) In current year working capital is increased mainly due to increase in inventories, contract assets and advance to suppliers.

33 Struck off companies

There are no transactions & outstanding balances with struck off companies for the year ended March 31, 2026 and March 31, 2025.

34 Share based payments

Employee stock option and share based payments

In respect of stock options granted pursuant to the Company's Employee Stock Option Scheme, the Company recognises employee compensation expense, using the grant date fair value in accordance with Ind AS 102 - Share Based Payment, on straight line basis over the period over which the employees would become unconditionally entitled to apply for the shares. Employees (senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments.

The Company initially measures the cost of transactions with employees using a Black Scholes Options Pricing model to determine the fair value of the liability incurred.

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model and the performance of the Company, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

The assumptions and models used for estimating fair value for share-based payment transactions are disclosed below.

Employees Stock Option Plan 2021 (ESOP 2021)

The Parent Company approved Employee Stock Option Plan in financial year 2021-22. Pursuant to this approval, the Parent Company instituted ESOP 2021 Plan in January 2022. The compensation committee of the Parent Company administers this Plan. Each option carries with it the right to purchase one equity share of the Parent Company. The Options have been granted to employees of the Company at an exercise price that is not less than the face value of shares as on date of grant of such option. Option Granted under ESOP 2021 shall vest not earlier than minimum period of 1 (One) year and not later than maximum period of 3 (Three) years from the date of Grant. The vesting of the options is 33%, 33% and 34% of total options granted after end of first, second and third year respectively from the date of grant. The maximum exercise period is 5 years from the date of vesting.

Number and weighted average exercise prices of options granted, exercised and cancelled/lapsed during the financial year

Particulars	March 31, 2026		March 31, 2025	
	No.of options	Weighted average exercise price per option (Rs.)	No.of options	Weighted average exercise price per option (Rs.)
Options outstanding at the beginning of the year	954	15.25	454	15.25
Granted during the year	698	15.25	500	15.25
Forfeited during the year	-	15.25	-	15.25
Exercised during the year	1,055	15.25	-	15.25
Lapsed during the year	-	15.25	-	15.25
Options outstanding at the end of year	597	15.25	954	15.25
Options exercisable at the end of the year	38	15.25	330	15.25

Notes to financial statements for the year ended March 31, 2025

(All amounts are in Rupees Crore, except per share data and unless stated otherwise)

The weighted average remaining contractual life is as follows:

Exercise Price per Option	As at March 31, 2026		As at March 31, 2025	
	Weighted average contractual life (years)	No. of Options Outstanding	Weighted average contractual life (years)	No. of Options Outstanding
Rs. 15.25	Ranging between 1.83 - 4.41	597	Ranging between 1.83 - 4.28	954.00

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model with the following assumptions:

Particulars	March 31, 2026	March 31, 2025
1. Exercise price (Rs.)	15.25	15.25
2. Price of underlying share in the market at the time of option grant (Rs.)	Ranging between 2,139.45 - 4,485.35	Ranging between 2,139.45 - 4,485.35
3. Weighted average fair value of options granted (Rs)	Ranging between 2,107.61 - 4,384.98	Ranging between 2,107.61 - 4384.98
4. Expected life of the option (years)	3.5 -5.5	3.5 -5.5
5. Risk free interest rate (%)	Ranging between 6.41% - 7.56%	Ranging between 6.41% - 7.56%
6. Expected volatility (%)	Ranging between 12.86% - 15.01%	Ranging between 12.86% - 14.09%
7. Dividend yield (%)	Ranging between 0.42% - 0.48%	Ranging between 0.47% - 0.48%

The Company recorded an employee compensation cost of Rs. 0.20 (March 31, 2025 : Rs 0.21) in the Statement of Profit and Loss.

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility due to publicly available information.

35 Compliance with section 143(3) for maintenance of books of account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis

The Company has a process to take daily back-up of books of account maintained in electronic mode and along with the logs of the back-up of such books of account.

Requirements u/s 143(3) of the Act	Compliance / remarks
Books of Account maintained on cloud/ servers physically located in India	Yes
Backup maintained in India on daily basis	Yes

36 Compliance with section 143 (3) for audit trail

The Company has used accounting software for maintaining its books of account 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. Additionally, the audit trail of prior year has been preserved as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years."

37 Previous period figures have been regrouped/reclassified to conform to current year's classification as under :

Note No.	Note Description	Previously Reported amount	Revised amount	Change	Remarks
6 (b)	Contract asset-Current	-	105.70	105.70	Contract assets are presented on a net basis after setting off contract liability at the individual project level.
6 (a)	Trade Receivables - Current	655.24	504.86	(150.38)	Current Trade receivable (Not due retentions receivable) have been reclassified as Contract asset.
8 (b)	Other financial asset-Current	208.33	31.88	(176.45)	Other financial asset (Unbilled revenue) have been reclassified as Contract assets.
18	Other current liabilities	929.64	708.51	(221.13)	Contract liabilities are presented on a net basis after setting off contract assets at the individual project level.
6 (b)	Contract asset-Non Current	-	13.93	13.93	Other financial asset (Unbilled revenue) have been reclassified as Contract assets.
8 (a)	Other financial asset-Non Current	302.76	292.00	(10.76)	Other financial asset (Unbilled revenue) have been reclassified as Contract assets.
	Trade Receivables-Non Current	3.17	-	(3.17)	Non-Current Trade receivables (Not due retention receivable) have been reclassified as contract assets.

38 Capital Management

The Company's objective for capital management is to maximise long - term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long - term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. No changes were made in the objectives, policies or processes during the years ended March 31, 2026 and March 31, 2025. Capital represents equity attributable to equity holders of the Parent Company.

The Company monitors capital using a gearing ratio which is net debt/ obligation dividend by total equity. The Company's policy is to keep the gearing ratio optimum.

	As at March 31, 2026	As at March 31, 2025
Borrowings	-	-
Less: Cash and cash equivalents	(76.12)	(55.49)
Net debt	**(76.12)**	**(55.49)**
Equity	1,073.19	1,043.41
Capital and net debt	**997.07**	**987.92**
Gearing ratio*	**NA**	**NA**

*Gearing ratio is not calculated as the cash and cash equivalents is higher than the lease liabilities and borrowings

39 Exceptional Items

	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory impact of new Labour Codes*	(6.64)	-
Total	**(6.64)**	**-**

*Effective November 21, 2025, The Government of India has consolidated multiple existing labour legislations into a unified framework comprising of four Labour Codes collectively referred to as the 'New Labour Codes'. Under Ind AS 19 - "Employee benefits", changes to employee benefit plans arising from legislative amendments constitute a plan amendment, requiring recognition of past service cost immediately in the Statement of Profit and Loss.

The Company has assessed and disclosed the incremental impact of the New Labour Codes of Rs. 6.64, primarily arising due to change in definition of wages and the recognition of such past service costs. Considering the materiality and regulatory-driven, non-recurring nature of this impact, the Company has presented such past service cost as "Statutory impact of new Labour Codes" under "Exceptional Items" in the financial statements for the year ended March 31, 2026. 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.

40 Other statutory information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property; under the Prohibition of Benami Property Transactions Act, 1988 (as amended from time to time) (formally the Benami Transaction (Prohibition) Act, 1988 (45 of 1988)) and Rules made there under.

(ii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

(iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the current or previous financial year.

(iv) The Company has not made 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);

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

(vi) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(vii) The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were was taken.

(viii) Other than as disclosed in Note 36, the Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall:

(a) 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

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

(ix) The Company has not received any funds from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries:

(x) The Company has complied with the number of layers prescribed under the Companies Act, 2013, read with the Companies (Restriction on number of layers) Rules, 2017.

41 As the consolidated financial statements are presented by the entity's holding Company, the entity has elected to apply the exemption available to it under Ind AS 110 and has opted to present only one set of financial statements.

42 Other Accounting Policies

Interest Income

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. Interest income is included in finance income in the Statement of profit and loss.

43 Disclosure required under section 186 (4) of Companies Act, 2013

Loans to related parties include loans given to Holding Company. The particulars of which are disclosed below as required by Sec 186(4) of the Act:

Name of the party	Rate of Interest (p.a.)	Period	Purpose	As at March 31, 2026	As at March 31, 2025
Thermax Limited	Interest rate of 7.90% is based on the comparative quotes taken from bank	The loan shall be repaid within a period of 2 years.	The loan has been granted to the Holding Company for working capital requirements	-	-

For Price Waterhouse Chartered Accountants LLP
Chartered Accountants
Firm Registration Number: 012754N/N500016

Amit Borkar
Partner
Membership No. 109846

Place: Pune
Date: May 06, 2026

For and on behalf of the Board of Directors of
Thermax Babcock & Wilcox Energy Solutions Limited

Rajendran Arunachalam
Director
DIN: 08446343

Rajesh Bukinkere
Director and CEO
DIN: 10486449

Sandeep Deshpande
Chief Financial Officer

Apurva Gupte
Company Secretary

Place: Pune
Date: May 06, 2026

First Energy Private Limited

Board of Directors
Arun Unni
Rajendran Arunachalam
Ashish Bhandari
Meher Pudumjee
Ajay Bhardwaj (w.e.f : May 4,2026)

Registered Office
Thermax House,
14, Mumbai – Pune Road, Wakdewadi,
Pune – 411003

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
Ravi Damaraju, CEO
Pranav Pimpale,CS (w.e.f. April 30,2025)
Sumit Rathi, CFO

Bankers
ICICI Bank
Citi Bank
Bandhan Bank

Corporate Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Viman nagar, Pune,
Pune,Maharashtra, India, 411014

DIRECTORS' REPORT

Dear Shareholder,

The Board of Directors have the pleasure of presenting the Eighteenth Annual Report of the Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	Standalone		Consolidated	
	2025-26	2024-25	2025-26	2024-25
Total income	7,123.15	6,792.59	14,657.87	10,979.88
Profit before finance cost, depreciation, and tax	920.42	1624.43	8,645.91	7,128.59
Finance Cost	3,475.07	1,896.89	10,122.78	7,122.10
Profit/(Loss) before depreciation	(2,554.65)	(272.47)	(1,476.87)	6.49
Depreciation and impairment	188.49	168.63	5828.76	4,188.26
Profit/(Loss) before tax	(2,743.14)	(441.10)	(7,305.63)	(4,181.77)
Provision for taxation (incl. deferred tax)	-	-	26.55	(8.52)
Items that not to be reclassified to profit or loss	22.40	22.84	22.4	22.85
Profit/(Loss) after tax	(2,720.74),	(441.10)	(7,309.78)	(4173.25)

State of Company's Affairs

Over the past few years, the Company has steadily built a strong foundation in the renewable energy sector, marking its journey with significant milestones and thoughtful expansion.

It all began with the successful commissioning of its first set of projects—a 16.7 MWp group captive solar plant in Tamil Nadu and an 11.5 MWp captive solar project in Maharashtra. These early initiatives not only established the Company's presence but also demonstrated its commitment to clean energy solutions.

Building on this momentum, the Company ventured into hybrid energy, launching its first wind-solar hybrid project of 51.8 MWp in Gujarat. Completed and operational since June 2023, this project marked a pivotal step toward integrating diverse renewable sources for greater efficiency and reliability.

The Company's growth accelerated with the launch of a large 130 MWp bundled solar-wind project in Tamil Nadu. Of this, 90 MWp of solar capacity was progressively commissioned between September 2023 and April 2024. Complementing this, 39 MW of wind capacity was brought online in phases from October 2024 through January 2026. Alongside these developments, the Company expanded its footprint further by adding 19.5 MWp of captive solar capacity in Maharashtra and 7 MWp of group captive solar capacity in Tamil Nadu.

During the financial year, the Company continued to strengthen its portfolio by commissioning an additional 15 MW of wind and 7 MWp of solar projects. This brought its total commissioned capacity to an impressive 235.5 MWp across solar and wind energy.

Looking ahead, the Company has several projects nearing completion. These include 58.905 MW of wind capacity in Tamil Nadu and a substantial 139 MWp wind-solar hybrid group captive project in Gujarat, both at advanced stages of development.

In a forward-looking strategic move, during FY 24-25 the Company had also committed to develop wind and solar projects connected to the Inter State Transmission System (ISTS). As part of this initiative, it had secured 100 MW connectivity each at Power Grid substations in Andhra Pradesh, Tamil Nadu, and Rajasthan under the Inter State Transmission System (ISTS). These projects are currently under development and construction, positioning the Company at the forefront of next-generation energy infrastructure.

Further strengthening its portfolio, the Company has initiated an additional 12 MW wind capacity expansion within its existing Tamil Nadu project. At the same time, it has made a strategic entry into Rajasthan with a new 105 MWp solar project integrated with a Battery Energy Storage System (BESS), supported by the state's favorable Rajasthan Integrated Clean Energy Policy 2024.

Together, these achievements and ongoing initiatives reflect a Company that is not only growing in scale but also evolving in capability—driven by innovation, sustainability, and a clear vision for the future of clean energy.

There has not been any change in the nature of business of the Company during the year.

Material Changes Affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affects the financial position of the Company

Dividend

In view of the losses, the directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves

During the year, the company has not transferred any amount to the General Reserve.

Share Capital

During the year, the Company in its Extra Ordinary General Meeting held on April 30, 2025, increased the Authorised share Capital of the Company from INR 525,00,00,000/- to INR 925,00,00,000/- constituting Equity Shares of Rs.10/- each.

The Paid-up Share Capital of the Company is Rs. 6,46,31,63,650/- divided into 64,63,16,365 Equity Shares of Rs. 10/- each for financial year under report. During the year under review, the Company has made further issue of shares to the existing shareholders on a rights basis. Details of the further issue of shares are as follows:

Date of Issue	Number of Shares	Nominal value per share (Rs.)	Amount (Rs.)
22-05-2025	1,80,00,000	10	18,00,00,000
04-06-2025	8,40,00,000	10	84,00,00,000
28-07-2025	11,50,00,000	10	115,00,00,000

First Energy Private Limited

The Company has done following allotments during the year under report:

Date of Issue	Number of Shares	Nominal value per share (Rs.)	Amount (Rs.)
30-04-2025	1,00,00,000	10	10,00,00,000
23-07-2025	10,20,00,000	10	102,00,00,000
09-09-2025	11,50,00,000	10	115,00,00,000

The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures and Associates

During the year the Company has incorporated three subsidiaries namely First Energy 12 Private Limited, First Energy 14 Private Limited and First Energy 15 Private Limited for carrying out its Group Captive or Captive Power projects in different states.

The annual accounts of the subsidiary companies and related detailed information are available to the shareholders of the holding and subsidiary company as well as to the statutory authorities. On request, these documents will be made available for inspection at the Company's corporate office. A disclosure in Form AOC 1 is also annexed to this report as Annexure 3.

The Company had entered into a Share Purchase Agreement (SPA) with the former owners of Onix Two Enersol Private Limited (OTEPL) on September 6, 2024, to acquire 100% of OTEPL's shares for INR 1 lakh. The agreement specified certain precedent conditions that were to be fulfilled by October 5, 2024. These conditions remained unfulfilled and a further extension of six months was granted. These conditions were not complied even in the extended period. Accordingly, the acquisition did not consummate and hence equity investment of INR 1 lakh was reclassed to other receivables in the Company's financials and accordingly OTEPL is not the Company's subsidiary.

During the year, the Company entered into fresh SPA dated 2nd January, 2026 with the promoters of OTEPL and the sale of OTEPL was attained with the closing actions as per this SPA getting completed.

Highlights of performance of subsidiaries

During the year, the Company has advanced on its wind solar hybrid/bundled group captive projects aggregating to 348 MWp across the states of Gujurat, Andhra Pradesh and Tamil Nadu.

During the year the Company commissioned 22 MWp of wind and solar across Tamil Nadu and Maharashtra, taking the total commissioned capacity to 235.5 MWp, and brought to advanced stages another 197.9 MWp wind, solar and hybrid projects, taking the count to 433 MWp of commissioned capacities including about to be commissioned capacities.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as of March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors or Key Managerial Personnel, for purchase or subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Renewable Energy business and has drawn a mitigation plan to address the same–

- **Land Risk:** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources:** This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also collaborates with competent local infra partners and engages with experienced and capable service partners.
- **Renewable Sources and Grid Availability:** The risk identified by the Company is lower generation on account of lower radiation, wind speed, Grid curtailment and failures. The Company continuously studies the radiation levels and Wind Resources Assessment with historical data from reliable sources and accordingly sizes the plant and the financial models for arriving at the right tariff for the available conditions. It also carries out Load Flow Analysis and studies the data on power availability and quality from Grid.
- **Plant Uptime and Soiling Losses:** This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using waterless robotic technology for cleaning modules and therefore manpower dependency is reduced. The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.
- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off - takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off-takers contracts.

The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication: HSE Moment/Lessons Learnt – Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management: -Hazard Reporting and closure – Hazards are reported by employees and contractors, and closure is monitored and supported by Management.
- HSE Promotion: - HSE Campaigns: - National Safety Week and Road Safety Week, Sustainability Week, Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training: - HSE training including visitor Induction, Safety Induction and Risk based training is imparted to Contractors.
- HSE Digitalization: - HSE digital software implemented for hazard reporting, at risk behavior reporting.
- HSE Park:- Safety park for Worker safety done for safety Promotion in 1 location.
- HSE Promotion Van Display: - HSE Van with PPE displayed in 2 sites for Safety Promotion.
- Monsoon Resilience Team and Monsoon Warning on hourly and Daily basis and Response done in 3 locations.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

During the year, Mr. Arun Unni's (DIN: 10831177) appointment as an Additional Director of the Board was regularized in the 17th Annual General Meeting (AGM) of the Company. and Mr. Pranav Pimpale was appointed as the Company Secretary and Key Managerial Personnel of the Company with effect from April 30, 2025.

Under the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mrs. Meher Pudumjee(DIN: 00019581) retires by rotation and being eligible offers, herself for re-appointment. The proposal of re-appointment forms part of the Notice of the Eighteen AGM of the Company.

Board Evaluation

According to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance and of its individual Directors.

Board Meetings

The Board met Five times during the year under review, on April 30, 2025, July 23, 2025, November 05, 2025, January 28,2026 and March 26, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs during the year.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The information on transactions with related parties pursuant to Sec 134(3) (h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 2 in Form No. AOC-2 and the same forms part of this report.

During the year, RPTs were placed before the Board for approval. A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the financial statements.

Standalone and Consolidated Financial Statements

The financial statements for the year ended March 31, 2026, have been prepared as per Schedule III to the Companies Act, 2013, as amended from time to time. The consolidated financial statements of the group are prepared in compliance with the Accounting Standards.

Maintenance of Cost Records

The requirement for maintenance of the Cost Records according to Section 148(1) of the Companies Act, 2013, does not apply to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar, Wind and associated Renewable energy generation sources and storage systems for commercial & industrial customers.

As a part of its "Build-Green" initiatives, the Company has installed solar powered Robots to clean the solar modules at the Opex projects thus ensuring waterless cleaning. In the case of Technology absorption, the Company used higher rated (540 & 550Wp) Monoperc PV models with better efficiency. The structure is designed to withstand the wind load. Robot technology is being adopted for cleaning the modules and this will help to conserve water and reduce soiling losses.

Foreign Exchange Earnings and Outgo

Below are the details of foreign currency earnings and outgo made during the year.

Foreign currency earnings	Amt. Rs.	13,69,539
Foreign currency outgo	Amt. Rs.	3,58,412

Particulars of Employees

The total number of permanent employees on the rolls of the company as of March 31, 2026 was 99.

Information as required in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed under the Companies Act, 2013.) in respect of employees of the Company, will be provided upon request. Any shareholder interested in obtaining such particulars may write to the Company Secretary.

Significant and material orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. It has complied with provisions relating to the constitution of the Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition, Redressal) Act, 2013.

Details of complaints received and resolved during the year under review are as under:

(a) Number of complaints pending as on beginning of the year: Nil

(b) Number of complaints of sexual harassment received during the year: Nil

(c) Number of complaints disposed off during the year: NA

(d) Number of cases pending for more than ninety days: NA

Disclosure Under Maternity Benefit Act, 1961:

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016 and Valuation

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016 and during the year there is no instance of one-time settlement with any Bank or Financial Institution.

Auditors

Statutory Auditors

The members of the Company in their Fifteenth Annual General Meeting had appointed M/s Price Waterhouse Chartered Accountants LLP (FRN. 012754N/N500016) as Statutory Auditors for five years from the conclusion of the Fifteenth Annual General Meeting until the conclusion of the Twentieth Annual General Meeting to be held in FY 2028-29.

The Statutory Audit Report does not contain any qualifications, reservations, adverse remarks, or disclaimers.

Secretarial Auditors

Under the provisions of Section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. SVD and Associates, Practicing Company Secretaries, Pune, to undertake the secretarial audit of the Company for FY 2025-26. The Secretarial Audit Report for FY 2025-26 is attached as Annexure 1 to this Report.

The Secretarial Audit Report does not contain any qualifications, reservations, adverse remarks, or disclaimers.

Internal Auditors

The Board has appointed Mr. Tushar Dahale, Chartered Accountant as the Internal auditor of the Company.

Annual Return

The Company shall place an annual return filed with the Registrar of Companies for the financial year 2025-26 on its website: www.feplglobal.com once the same is filed with the Registrar of Companies.

Vigil Mechanism

The Company has adopted the Whistle Blower Policy of Thermax Limited, its Holding Company, which enables directors and employees to report genuine concerns in an ethical and transparent manner. The policy is also available on the website of the Company at www.feplglobal.com.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors, and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
First Energy Private Limited

Ashish Bhandari
Director and Chairman
DIN: 05291138

Pune, May 04, 2026

Annexure - 1

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,
First Energy Private Limited,
Thermax House, 14, Mumbai Pune Road,
Wakdewadi, Pune - 411003.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **First Energy Private Limited** bearing CIN: U40200PN2008FTC139032, a subsidiary of public Company in terms of the provisions of section 2(71) of the Companies Act, 2013 (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 our opinion thereon.

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

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

(i) The Companies Act, 2013, as amended from time to time (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder to the extent applicable;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of the securities held in dematerialized form;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, External Commercial Borrowing and Overseas Direct Investment; (not applicable to the Company during the audit period)

(v) None of the Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are applicable to the Company;

(vi) The management has identified and confirmed the compliances of the following law as specifically applicable to the Company:

a) The Electricity Act, 2003

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by 'The Institute of Company Secretaries of India'.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with all Non-Executive Directors and a Chief Executive Officer. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and in case of shorter notice, the meeting is convened with necessary quorum and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and decisions through circular resolutions are carried out with requisite majority, as recorded in the minutes of the meetings of the Board of Directors.

We further report that

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that

During the audit period, there are no specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. except following:

1. The Extra Ordinary General Meeting of the Company held on April 30, 2025, approved the Ordinary Resolution for increase in the Authorised Capital of the Company from INR 525,00,00,000/- to INR 925,00,00,000/-

2. Increase in the paid-up capital of the Company to INR. 646,31,63,650/- by allotment of 22,70,00,000 equity shares of INR. 10 each on following dates under Rights Issues approved by the Board of Directors:

Sr. No	Date of Board meeting/Circular resolutions for allotment of equity shares under Rights Issues	Number of shares allotted
1.	April 30, 2025	1,00,00,000
2.	July 23, 2025	10,20,00,000
3.	September 09, 2025	11,50,00,000

3. The following Companies ceased to be wholly owned subsidiaries in pursuance of share subscription agreements with various captive users:

   a) First Energy 8 Private Limited (FE 8) w.e.f June 21, 2025

   b) First Energy 11 Private Limited (FE 11) w.e.f October 28, 2025

4. The following Companies were incorporated as wholly owned subsidiaries:

   a) First Energy 12 Private Limited (FE 12) w.e.f May 05, 2025

   b) First Energy 14 Private Limited (FE 14) w.e.f May 24, 2025

   c) First Energy 15 Private Limited (FE 15) w.e.f December 16, 2025

5. The Company has sold its entire stake in Onix-Two Enersol Private Limited, its wholly owned subsidiary, w.e.f. January 03, 2026 due to non-fulfillment of certain closing conditions within the agreed and extended timelines, whereby its ceased to be a subsidiary.

6. The Company has, at its Extra Ordinary General Meeting dated January 28, 2026, approved the special resolution for increasing the existing borrowing from Rs. 500 Crores to Rs. 1010 Crores (Rupees One Thousand and Ten Crores only) over and above the aggregate of the paid-up share capital of the Company, free reserves and securities premium.

For **SVD & Associates**
Company Secretaries

Sheetal S. Joshi
Partner
FCS No: 10480
CP No: 11635
Unique Code of the Firm: P2013MH031900
Peer review No: 6357/2025
UDIN :F010480H000266395

Place: Pune
Date: May 04,2026

Note: *This report is to be read with letter of even date by the Secretarial Auditors, which is annexed as* ***Annexure A*** *and forms an integral part of this report.*

First Energy Private Limited

Annexure - 1

To,
The Members,

First Energy Private Limited,

Thermax House, 14, Mumbai Pune Road,

Wakdewadi, Pune - 411003.

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

4. We have physically verified the documents and evidences and also relied on data provided through electronic mode to us.

5. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, etc.

Disclaimer

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

7. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

For **SVD & Associates**
Company Secretaries

Sheetal S. Joshi
Partner
FCS No: 10480
CP No: 11635
Unique Code of the Firm: P2013MH031900
Peer review No: 6357/2025
UDIN :F010480H000266395

Place: Pune
Date: May 04,2026

Annexure 2

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

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

The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 31 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy Private Limited

Ashish Bhandari
Director and Chairman
DIN: 05291138

Pune, May 04, 2026

First Energy Private Limited

Annexure 3

FORM AOC-1

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

Statement containing salient features of the financials statement of subsidiaries/ associates companies/ joint ventures

Part "A": Subsidiaries

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

Sr No.	1	2	3	4	5
Name of the subsidiary	**First Energy TN 1 Private Limited**	**First Energy 2 Private Limited**	**First Energy 3 Private Limited**	**First Energy 4 Private Limited**	**First Energy 5 Private Limited**
Date since subsidiary was acquired	-	-	-	-	-
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	-	-	-	-	-
Company's reporting period	FY 2025-2026	FY2025-2026	FY 2025-2026	FY 2025-2026	FY 2025-2026
Reporting currency and exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR	INR	INR	INR
Share capital Paid-up capital	2,304.40	1,153.50	9,980.90	6,855.00	9,498.43
Reserve & surplus	(353.16)	(129.98)	(3,157.64)	(1,502.85)	(1,270.31)
Total Assets	11,109.39	3,749.94	38,028.60	26,919.53	43,683.28
Total liabilities	11,109.39	3,749.94	38,028.60	26,919.53	43,683.28
Investments	-	-	-	1,412.73	251.99
Turnover	1,143.97	419.36	4,166.02	2,639.44	2,688.36
Profit before taxation	(120.31)	(8.57)	(699.07)	529.44	(1,008.47)
Provision for taxation	-	-	-	-	(1.63)
Profit after taxation	(120.31)	(8.57)	(699.07)	529.44	(1,010.10)
Proposed dividend	-	-	-	-	-
Percentage (%) of shareholding	70.47	73.99	73.99	73.99	73.81

Annexure 3

FORM AOC-1

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

Statement containing salient features of the financials statement of subsidiaries/ associates companies/ joint ventures

Part "A": Subsidiaries

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

Sr No.	6	7	8	9	10
Name of the subsidiary	**First Energy 6 Private Limited**	**First Energy 7 Private Limited**	**First Energy 8 Private Limited**	**First Energy Nine Private Limited**	**First Energy 10 Private Limited**
Date since subsidiary was acquired	-	-	-	-	-
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	-	-	-	-	-
Company's reporting period	FY 2025-2026	FY2025-2026	FY 2025-2026	FY 2025-2026	FY 2025-2026
Reporting currency and exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR	INR	INR	INR
Share capital Paid-up capital	4,462.95	1,882.00	7,757.06	478.00	13,500.00
Reserve & surplus	(254.07)	(5.46)	(5,096.28)	6.75	(121.11)
Total Assets	19,126.70	6,253.14	54,436.90	1,537.91	28,429.92
Total liabilities	19,126.70	6,253.14	54,436.90	1,537.91	28,429.92
Investments	1,361.20	-	-	-	-
Turnover	1,562.96	825.76	-	215.00	-
Profit before taxation	561.87	(9.08)	(4,928.34)	14.75	46.32
Provision for taxation	-	(11.49)	-	5.72	7.63
Profit after taxation	561.87	(20.57)	(4,928.34)	9.03	38.70
Proposed dividend	-	-	-	-	-
Percentage (%) of shareholding	73.96	71.17	72.80	69.87	100

First Energy Private Limited

Annexure 3

FORM AOC-1

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

Statement containing salient features of the financials statement of subsidiaries/ associates companies/ joint ventures

Part "A": Subsidiaries

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

Sr No.	11	12	13	14	15	16
Name of the subsidiary	**First Energy 11 Private Limited**	**First Energy 12 Private Limited**	**First Energy 14 Private Limited**	**First Energy 15 Private Limited**	**Jalansar Wind Energy Private Limited**	**Kanakal Wind Energy Private Limited**
Date since subsidiary was acquired	-	-	-	-	22/06/2022	22/06/2022
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	-	-	-	-	-	-
Company's reporting period	FY 2025-2026	FY2025-2026	FY 2025-2026	FY 2025-2026	FY 2025-2026	FY 2025-2026
Reporting currency and exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR	INR	INR	INR	INR
Share capital Paid-up capital	12,208.70	800.00	1.00	1.00	221.50	332.30
Reserve & surplus	(159.24)	(3.81)	(2.47)	(0.99)	(46.07)	(41.77)_
Total Assets	67,223.81	2,207.97	0.23	0.69	756.54	1,142.80
Total liabilities	67,223.81	2,207.97	0.23	0.69	756.54	1,142.80
Investments	-	482.26	-	-	-	-
Turnover	-	-	-	-	90.70	136.39
Profit before taxation	35.98	6.79	(2.47)	(0.99)	(6.98)	(7.06)
Provision for taxation	-	1.71	-	-	-	-
Profit after taxation	35.98	5.08	(2.47)	(0.99)	(6.98)	(7.06)
Proposed dividend	-	-	-	-	-	-
Percentage (%) of shareholding	68.80	100	100	100	74	74

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

The company does not have any Associates of Joint Ventures as on March 31, 2026.

	Name of the Associates/ Joint Ventures	**Not Applicable**
1.	**Latest audited Balance Sheet Date**	
2.	**Date on which the Associate or Joint Venture was associated or acquired**	
3.	**Shares of Associate or Joint Ventures held by the company on the year end**	
	No.	
	Amount	
	Extend of Holding (percentage)	
4.	**Description of how there is significant influence**	
5.	**Reason why the associate/Joint venture Is not consolidated.**	
6.	**Net worth attributable to shareholding as per latest audited Balance Sheet**	
7.	**Profit or Loss for the year**	
	(i) Considered in Consolidation	
	(ii) Not Considered in Consolidation	

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

For and on behalf of the Board of Directors of
First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
May 04,2026

First Energy Private Limited

INDEPENDENT AUDITOR'S REPORT

To the Members of First Energy Private Ltd

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of First Energy Private Limited ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2026, and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.

2. 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and total comprehensive income (comprising of loss and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit 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 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report but does not include the standalone financial statements and our auditor's report thereon.

   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 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

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

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

6. In preparing the standalone financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

8. 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.

9. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism 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 with reference to standalone financial statements in place and the operating effectiveness of such controls.

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

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

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

10. 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.

11. 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.

Report on Other Legal and Regulatory Requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid standalone financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

    (g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long-term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 38 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

            (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 30 (b) and 38 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has not paid any remuneration to its directors during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557

UDIN: 26125557OOBTYR3906
Place: Pune
Date: May 04, 2026

First Energy Private Limited

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy Private Limited on the standalone financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Standalone Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to standalone financial statements of First Energy Private 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.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

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

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

5. 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 system with reference to standalone financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

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

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls system 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 internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557

UDIN: 26125557OOBTYR3906
Place: Pune
Date: May 04, 2026

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy Private Limited on the standalone financial statements for the year ended March 31, 2026

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

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

(B) The Company is maintaining proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 3(c) on Investment Property to the standalone financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or Intangible Assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) or Intangible Assets does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of rendering services in relation to Engineering, Procurement and Construction of solar power plant and related activities and, consequently it does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account. Further, the Company has not filed the returns for the quarter ended March 31, 2026, and, accordingly, the question of our commenting under clause 3(ii)(b) to that extent, does not arise.

iii. (a) The Company has made investments in nine mutual funds and five companies (also refer Note 5(a) and 5(b) to the standalone financial statements), granted unsecured loans to eleven companies and one employee (also refer Note 11(a), 11(b) and 30 to the standalone financial statements) and provided security to five companies. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans and security to subsidiaries and loan to one employee are as per the table given below:

(₹ Lakhs)

	Security	Loans
Aggregate amount granted/ provided during the year		
- Subsidiaries	6,327.20	60,266.07
- Employee	-	0.50
Balance outstanding as at balance sheet date in respect of the above cases		
- Subsidiaries	6,327.20	38,571.18
- Employee	-	0.50

(Also, refer Note 11(a), 11(b) and 30 to the standalone financial statements)

(b) In respect of the aforesaid investments, securities and loans, the terms and conditions under which such loans were granted, investments were made and security provided are not prejudicial to the Company's interest.

(c) In respect of the loans, the schedule of repayment of principal and payment of interest has been stipulated, and the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.

(d) In respect of the loans, there is no amount which is overdue for more than ninety days.

(e) Following loans were granted to same parties, which has fallen due during the year and were renewed / extended.

Name of the parties	Aggregate amount of loans granted during the year (In Rs. lakhs)	Aggregate overdue amount settled by renewal or extension or by fresh loans granted to same parties (In Rs. lakhs)	Percentage of the aggregate to the total loans or adv in nature of loans granted during the year
First Energy TN1 Private Limited	750.16	3,702.00	493.49%
First Energy 2 Private Limited	-	135.00	Not applicable
Jalansar Wind Energy Private Limited	-	20.00	Not applicable
Kanakal Wind Energy Private Limited	-	8.00	Not applicable
First Energy 3 Private Limited	173.05	1,096.16	633.44%
First Energy 4 Private Limited	180.00	1,168.00	648.89%
First Energy 5 Private Limited	3,535.00	5,106.85	144.47%
First Energy 6 Private Limited	668.00	1,467.22	219.64%
First Energy 8 Private Limited	23,663.95	17,284.75	73.04%
First Energy Nine Private Limited	93.00	967.00	1039.78%
First Energy 10 Private Limited	3,757.92	19.00	0.51%

(f) The loans granted during the year, including to related parties had stipulated the scheduled repayment of principal and payment of interest and the same were not repayable on demand.

iv. In our opinion, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made and security provided by it.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under

clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, provident fund, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) The particulars of statutory dues referred to in sub-clause (a) as at March 31, 2026 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (In Rs. lakhs)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax (including interest and penalty if applicable)	1,134.71	FY 21-22	Commissioner of Income Tax (Appeals)

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion, the term loans have been applied for the purposes for which they were obtained.

(Also, refer Note 15(a) and 15(b) 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) On an overall examination of the standalone financial statements of the Company, we report that the Company has taken funds from the following entities and persons on account of or to meet the obligations of its subsidiaries as per details below. Further, the Company did not have any joint ventures or associate companies during the year:

Nature of fund taken	Name of lender	Amount involved (₹ Lakhs)	Name of the subsidiary	Nature of transaction for which fund utilized
Loan	Thermax Limited	3,183.48	First Energy TN1 Private Limited	For working capital and capital expenditure
Loan	Thermax Limited	170.00	First Energy 3 Private Limited	For working capital and capital expenditure
Loan	Thermax Limited	180.00	First Energy 4 Private Limited	For working capital and capital expenditure
Loan	Thermax Limited	5,256.85	First Energy 5 Private Limited	For working capital and capital expenditure
Loan	Thermax Limited	668.00	First Energy 6 Private Limited	For working capital and capital expenditure
Loan	Thermax Limited	4,180.00	First Energy 7 Private Limited	For working capital and capital expenditure
Loan	Thermax Limited	22,189.00	First Energy 8 Private Limited	For working capital and capital expenditure
Loan	Thermax Limited	25.00	First Energy 9 Private Limited	For working capital and capital expenditure
Loan	Thermax Limited	1,940.00	First Energy 10 Private Limited	For working capital and capital expenditure
Loan	Thermax Limited	22,119.00	First Energy 11 Private Limited	For working capital and capital expenditure
Equity	Thermax Limited	12,500.00	First Energy 10 Private Limited	For capital expenditure
Equity	Thermax Limited	8,399.00	First Energy 11 Private Limited	For capital expenditure
Equity	Thermax Limited	800.00	First Energy 12 Private Limited	For capital expenditure
Loan	MUFG Bank, Ltd.	10,867.00	First Energy 8 Private Limited	For working capital and capital expenditure
Loan	MUFG Bank, Ltd.	1,790.92	First Energy 10 Private Limited	For working capital and capital expenditure
Loan	MUFG Bank, Ltd.	284.99	First Energy 11 Private Limited	For working capital and capital expenditure

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

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Further, no such report has been filed by any other auditor appointed by the Company under the Act. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, the Company has received whistle-blower complaint during the year, which have been considered by us for any bearing on our audit and reporting under this clause. As explained by the management, there were certain complaints in respect of which investigations are ongoing as on the date of our report and our consideration of the complaints having any bearing on our audit is based on the information furnished to us by the management.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the standalone financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain some of the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CICs as part of the Group.

xvii. The Company has incurred cash losses of Rs. 981.94 Lakhs in the financial year and had not incurred cash losses in the immediately preceding financial year.

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

xix. On the basis of the financial ratios, 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 the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) 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 this report.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557
UDIN: 26125557OOBTYR3906
Place: Pune
Date: May 04, 2026

First Energy Private Limited

Standalone Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
Non-current assets			
Property, plant and equipment	3(a)	511.17	535.22
Right-of-use assets	3(b)	590.04	166.42
Investment property	3(c)	194.71	-
Intangible assets	4	19.41	10.12
Financial assets			
(i) Investments	5(a)	53,918.75	35,886.80
(ii) Finance lease receivables	29	136.42	160.95
(iii) Loans	11(a)	807.68	100.00
(iv) Other financial assets	6(a)	213.57	89.27
Deferred tax assets (net)	8(a)	-	-
Income tax assets (net)	7	686.94	235.75
Other non-current assets	12(b)	51.02	-
Total non-current assets		**57,129.71**	**37,184.53**
Current assets			
Financial assets			
(i) Investments	5(b)	231.45	101.04
(ii) Trade receivables	9	701.61	1,164.72
(iii) Cash and cash equivalents	10	207.49	827.65
(v) Finance lease receivables	29	66.51	66.51
(vi) Loans	11(b)	39,027.51	34,144.12
(vii) Other financial assets	6(b)	27.89	124.32
Other current assets	12(a)	111.37	261.77
Total current assets		**40,373.83**	**36,690.13**
Total Assets		**97,503.54**	**73,874.66**
Equity and liabilities			
Equity			
Equity share capital	13	64,631.64	41,931.64
Other equity	14	(9,690.68)	(5,969.94)
Total Equity		**54,940.96**	**35,961.70**
Non-current liabilities			
Financial liabilities			
(i) Borrowings	15(a)	2,437.99	1,943.00
(ii) Lease liabilities	29	436.20	80.12
(iii) Other financial liabilities	17(a)	31.66	26.46
Provisions	16(a)	615.90	417.12
Total non-current liabilities		**3,521.75**	**2,466.70**
Current liabilities			
Financial liabilities			
(i) Borrowings	15(b)	37,725.15	33,672.48
(ii) Lease liabilities	29	137.21	124.62
(iii) Trade payables			
a. total outstanding dues of micro enterprises and small enterprises	19	229.16	21.30
b. total outstanding dues other than of micro enterprises and small enterprises	19	332.25	1,052.45
(iv) Other financial liabilities	17(b)	316.70	241.77
Provisions	16(b)	158.05	114.52
Other current liabilities	18	142.31	219.12
Total current liabilities		**39,040.83**	**35,446.26**
Total liabilities		**42,562.58**	**37,912.96**
Total equity and liabilities		**97,503.54**	**73,874.66**
Summary of material accounting policies	2.1		
Summary of Critical accounting estimates and judgements	2.2		

The above Standalone Balance Sheet should be read in conjunction with the accompanying notes.
As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No.: 125557

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
Date : May 04, 2026

Standalone Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Income			
Revenue from operations	20	3,579.53	4,911.27
Other income	21	3,543.62	1,881.32
Total Income		**7,123.15**	**6,792.59**
Expenses			
Cost of materials consumed	22	642.40	2,080.80
Purchase of stock-in-trade		-	200.02
Employee benefits expense	23	2,830.51	1,609.67
Finance costs	24	3,475.07	1,896.89
Depreciation and amortization expense	25	188.49	168.63
Other expenses	26	2,729.82	1,277.68
Total expenses		**9,866.29**	**7,233.69**
Loss before tax		**(2,743.14)**	**(441.10)**
Income Tax expense			
Current tax	8(b)	-	-
Deferred tax	8(b)	-	-
Total tax expense		**-**	**-**
Loss for the year		**(2,743.14)**	**(441.10)**
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss			
Re-measurement on post employment benefit obligations	16(c)	22.40	22.84
Total other comprehensive income for the year		22.40	22.84
Total comprehensive income for the year		**(2,720.74)**	**(418.26)**
Earnings per equity share			
Basic and Diluted [Nominal value per share Rs. 10/- (March 31, 2025: 10/-)	27	(0.49)	(0.11)
Summary of material accounting policies	2.1		
Summary of critical accounting estimates and judgements	2.2		

The accompanying notes are an integral part of these financial statements.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No.: 125557

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
Date : May 04, 2026

First Energy Private Limited

Standalone Cash flow statement for the period ended March 31, 2026

(All amounts are in Rupees Lakhs, except stated otherwise)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A)	**Cash flows from operating activities**		
	Loss before tax	(2,743.14)	(441.10)
	Adjustments for		
	Depreciation and amortization expenses	188.49	168.63
	Finance costs	3,475.07	1,896.89
	Interest income on bank deposits	(2.28)	(4.87)
	Net gain on current investments designated at fair value through profit and loss	(10.02)	(8.12)
	Profit on sale of investments designated at fair value through profit and loss (FVTPL)	(18.07)	-
	Interest income on loan to subsidiaries	(3,428.82)	(1,825.00)
	Bad debts and balances written off	-	12.56
	Provision for impairment allowance of non-current financial assets (net)	1,580.11	180.00
	Provision for impairment allowance of financial assets (net)	34.28	58.31
	Provision for impairment allowance of non-financial assets (net)	-	120.00
	Provision no longer required written back	(7.99)	(43.33)
	Profit on account of derecognition of Lease	(23.67)	-
	Working capital adjustments		
	Decrease/(Increase) in trade receivables	428.83	(231.09)
	Decrease in finance lease receivable	24.53	18.96
	(Increase)/decrease in other financial assets	(29.65)	432.30
	(Increase)/decrease in other assets	150.40	(81.07)
	Increase/ (decrease) in trade payables	(512.34)	137.76
	Increase/(decrease) in provisions	264.71	(386.19)
	Increase in other financial liabilities	80.13	59.81
	(Decrease) in other liabilities	(76.81)	(616.09)
	Cash used in operations	**(626.24)**	**(551.64)**
	Income taxes paid (net)	(451.19)	(16.78)
	Net cash used in operating activities	**(1,077.43)**	**(568.42)**
B)	**Cash flows from investing activities**		
	Payments for property, plant and equipment	(100.49)	(41.89)
	Proceeds from sale of property, plant and equipment	4.57	-
	Payments for acquisition of investment property	(194.71)	-
	Payments for intangible assets	(22.21)	-
	Interest income on bank deposits	4.06	4.87
	Redemption of fixed deposits with bank	-	0.97
	Investment in subsidiaries	(21,722.06)	(2,534.00)
	Proceeds from sale of investment in a subsidiary	2,110.00	-
	Purchase of mutual funds	(3,485.75)	(1,315.63)
	Proceeds from sale of mutual funds	3,383.43	1,222.75
	Interest income on loan to subsidiaries	2,422.43	1,972.62
	Loan to subsidiaries	(60,079.63)	(40,898.30)
	Repayment of loans by subsidiaries	55,494.95	25,511.56
	Net cash flows used in investing activities	**(22,185.41)**	**(16,077.05)**

Standalone Cash flow statement for the period ended March 31, 2026

(All amounts are in Rupees Lakhs, except stated otherwise)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
C)	**Cash flows from financing activities**		
	Proceeds from issue of shares	21,700.00	1,533.00
	Share application money received pending allotment	-	1,000.00
	Proceeds from borrowings	102,161.44	67,506.83
	Repayment of borrowings	(98,061.10)	(51,129.53)
	Direct cost for Right of use asset	(22.71)	-
	Payment of lease liabilities	(129.90)	(93.47)
	Interest paid	(3,005.05)	(1,974.03)
	Net cash flows from financing activities	**22,642.68**	**16,842.80**
	Net (decrease)/increase in cash and cash equivalents	**(620.16)**	**197.33**
	Cash and cash equivalents at the beginning of the year	827.65	630.32
	Cash and cash equivalents at the end of the year	**207.49**	**827.65**

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

	Year ended March 31, 2026	Year ended March 31, 2025
Cash and cash equivalents (refer note 9)	207.49	827.65
Balances as per statement of cash flows	**207.49**	**827.65**

i) The above standalone statement of cash flows has been prepared under the "indirect method" as set out in Ind AS 7 'Statement of cash flows'
ii) Refer Note 15(b) for Net debt reconciliation

The above standalone Statement of Cash Flows should be read in conjunction with the accompanying notes.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No.: 125557

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
Date : May 04, 2026

First Energy Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital

	March 31, 2026	March 31, 2025
Balance at the beginning of the year	41,931.64	40,398.64
Changes in equity share capital during the year	22,700.00	1,533.00
Balance at the end of the year	**64,631.64**	**41,931.64**

B Other Equity

Particulars	Reserves & Surplus			Share Application Money	Equity component of Compound Financial Instruments	Total Equity
	Retained Earnings	Securities Premium	Total			
As at April 01, 2024	**(7,753.67)**	**955.27**	**(6,798.40)**	**-**	**246.72**	**(6,551.68)**
Loss for the year	(441.10)	-	(441.10)	-	-	(441.10)
Other comprehensive income for the year	22.84	-	22.84	-	-	22.84
Total comprehensive income for the year	**(418.26)**	**-**	**(418.26)**	**-**	**-**	**(418.26)**
Share application money received for allotment of shares	-	-	-	2,533.00	-	2,533.00
Shares allotted against the share application money received	-	-	-	(1,533.00)	-	(1,533.00)
As at March 31, 2025	**(8,171.93)**	**955.27**	**(7,216.66)**	**1,000.00**	**246.72**	**(5,969.94)**
Loss for the year	(2,743.14)	-	(2,743.14)	-	-	(2,743.14)
Other comprehensive income for the year	22.40	-	22.40	-	-	22.40
Total comprehensive income for the year	**(2,720.74)**	**-**	**(2,720.74)**	**-**	**-**	**(2,720.74)**
Share application money received for allotment of shares	-	-	-	21,700.00	-	21,700.00
Shares allotted against the share application money received	-	-	-	(22,700.00)	-	(22,700.00)
As at March 31, 2026	**(10,892.67)**	**955.27**	**(9,937.40)**	**-**	**246.72**	**(9,690.68)**

The above Standalone Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No.: 125557

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
Date : May 04, 2026

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy Private Limited ("the Company") is primarily involved in Engineering, Procurement and Construction of solar power plant and other ancillary activities.

The Company is a private limited company and was incorporated under the provisions of the Companies Act, 1956 and is presently governed by the Companies Act, 2013 ("the Act") and domiciled in India. The address of its registered office is 14, Thermax House, Old Mumbai-Pune Highway, Wakdewadi Pune - 411003, India. The Board of Directors have authorized to issue these standalone financial statements on May 4, 2026 The CIN of the Company is U40200PN2008FTC139032.

2 MATERIAL ACCOUNTING POLICIES

(a) Basis of preparation

These standalone financial statements have been prepared in accordance with the 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 (the Act) (Ind AS compliant Sch III) as applicable.

The preparation of the standalone financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are critical to the standalone financial statements are disclosed separately in note 2.2.

(b) Historical cost convention

The financial statements have been prepared on the accrual and going concern basis under historical cost convention except certain financial assets and liabilities is measured at fair value.

The accounting policies and related notes further describes the specific measurements applied for each of the assets and liabilities.

(c) Changes in accounting policies and disclosures

New and amended standards adopted by the company

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1

As a result of the adoption of the amendments to Ind AS 1, the company changed its accounting policy for the classification of borrowings:

"Borrowings are classified as current liabilities unless, at the end of the reporting period, the company has a right to defer settlement of the liability for at least 12 months after the reporting period.

Covenants that the company is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the company is required to comply with after the reporting period do not affect the classification."

This new policy did not result in a change in the classification of the company's borrowings. The company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

(b) Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107

As a result of the adoption of the amendments to Ind AS 7 and Ind AS 107, the Company does not require any new disclosures as the Company does not have supplier finance arrangements.

(c) International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12

The company is not within the scope of the OECD Pillar Two Model Rules, as Pillar Two legislation has not yet been enacted in any of the jurisdictions in which the company operates.

(d) Lack of Exchangeability – Amendments to Ind AS 21

The amended Ind AS 21 have added requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use where it is not.

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

(d) New standards or amendments not yet adopted

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants –

Amendments to Ind AS 1 - This amendment also includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, as outlined below.

Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8. The company does not expect this amendment to have an impact on its operations or financial statements.

2.1 Summary of material accounting policies, critical accounting estimates and judgements

a Current and non-current classification

The Company presents assets and liabilities in the Standalone Balance Sheet based on current/non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

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

liability for at least twelve months after the reporting period.

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification. The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit and loss (FVTPL), transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements financial assets are classified in following categories by the company:

(i) Debt instruments at amortized cost

A debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in income in the Standalone Statement of Profit and Loss. The losses arising from impairment are recognized in the Standalone Statement of Profit and Loss.

(ii) Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on acquisition of an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) The Company has transferred substantially all the risks and rewards of the asset, or (b) The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as FVTPL or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

Gains and losses are recognized in Standalone Statement of Profit and Loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Standalone Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Standalone Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Standalone Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

c Foreign currencies translation

Accounting policy

The Company's standalone financial statements are prepared in INR, which is also the functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in the Standalone Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Notes to the standalone financial statements for the year ended March 31, 2026
(All amounts in Rupees lakh, unless otherwise stated)

d Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.2 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In the application of the Company's accounting policies, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the standalone financial statements.

The areas involving critical estimates or judgements are:

a. Estimations used for fair value measurements (Refer note 33)

b. Estimations used for impairment of financial assets and liabilities (Refer note 9)

c. Estimates and assumptions related to useful lives and impairment of Property, Plant and Equipment (PPE) (Refer note 3(a))

d. Estimates and assumptions for deferred taxes (Refer note 8 (a))

e. Estimates and assumptions related to Provisions and employee benefit expenses (Refer note 16)

f. Estimates, judgments and assumptions used for revenue from operations (Refer note 20)

g. Estimates and judgements used for impairment of non-current assets (Refer note 5(a))

3(a). Property, plant and equipment

Accounting policy

Property, Plant and Equipment (PPE) are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All significant costs relating to the acquisition and installation of PPE are capitalized. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Standalone Statement of Profit and Loss during the financial year in which they are incurred. The carrying amount of the replaced part is derecognised. Gains or losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Standalone Statement of Profit and Loss when the asset is derecognized.The carrying amount of an item of PPE shall be derecognised on disposal or when no future benefits are expected from its use or disposal.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Depreciation on PPE is calculated on a straight line basis using the rates arrived at, based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The management has estimated the useful lives of certain classes of assets in order to reflect the actual usage of the assets. The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The following useful lives are estimated by the management:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10	10 to 15
Office equipment	5	5
Furniture and fixtures	10	10
Computers and data processing units	3 to 6	3 to 6

The assets residual value, useful lives and method of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Estimates and Assumptions

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Impairment of assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognized in the Standalone Statement of profit or loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Standalone Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase, if applicable.

Estimates and Assumptions

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model.

Particulars	Plant and equipment	Office Equipment	Computer	Furniture and Fixtures	Total
Year ended March 31, 2025					
Gross carrying amount					
Opening gross carrying amount	541.93	5.62	62.48	2.56	612.59
Additions	-	2.08	34.82	4.99	41.89
Closing gross carrying amount	**541.93**	**7.70**	**97.30**	**7.55**	**654.48**
Accumulated depreciation					
Opening accumulated depreciation	39.38	0.71	22.62	0.16	62.87
Charge during the year	39.39	0.39	16.22	0.39	56.39
Closing accumulated depreciation	**78.77**	**1.10**	**38.84**	**0.55**	**119.26**
Net carrying amount as on March 31, 2025	**463.16**	**6.60**	**58.46**	**7.00**	**535.22**
Year ended March 31, 2026					
Gross carrying amount					
Opening gross carrying amount	541.93	7.70	97.30	7.55	654.48
Additions	-	19.26	20.79	9.42	49.47
Deductions	-	1.97	2.09	2.19	6.25
Closing gross carrying amount	**541.93**	**24.99**	**116.00**	**14.78**	**697.70**
Accumulated depreciation					
Opening accumulated depreciation	78.77	1.10	38.84	0.55	119.26
Charge for the year	39.37	1.35	27.56	0.67	68.95
Deductions	-	0.45	1.12	0.11	1.68
Closing accumulated depreciation	**118.14**	**2.00**	**65.28**	**1.11**	**186.53**
Net carrying amount as on March 31, 2026	**423.79**	**22.99**	**50.72**	**13.67**	**511.17**

Note- See note 28 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

3 (b) Right-of-use assets

Accounting policy

The Company recognises right-of-use assets ("ROU") at cost at the commencement date of the lease. The cost of ROU includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimated cost to dismantle. After the commencement date, ROU assets are measured at cost, less any accumulated depreciation and impairment loss (if any) and adjusted for any remeasurement of lease liabilities. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. Right of use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated remaining useful life of the assets, as follows:

Building - 1.5 years (March 31, 2025- 5 years)

Particulars	Building	Total
Year ended March 31, 2025		
Gross carrying amount		
Opening gross carrying amount	475.50	**475.50**
Additions	-	**-**
Gross carrying amount	**475.50**	**475.50**
Accumulated depreciation		
Opening accumulated depreciation	213.98	**213.98**
Charge for the year	95.10	**95.10**
Closing accumulated depreciation	**309.08**	**309.08**
Net carrying amount as on March 31, 2025	**166.42**	**166.42**
Year ended March 31, 2026		
Gross carrying amount		
Opening gross carrying amount	475.50	**475.50**
Additions	617.41	**617.41**
Deductions	(475.50)	**(475.50)**
Gross carrying amount	**617.41**	**617.41**
Accumulated depreciation		
Opening accumulated depreciation	309.08	**309.08**
Charge for the year	106.62	**106.62**
Deductions/Amortization	(388.33)	**(388.33)**
Closing accumulated depreciation	**27.37**	**27.37**
Net carrying amount as on March 31, 2026	**590.04**	**590.04**

Notes to the standalone financial statements for the year ended March 31, 2026
(All amounts in Rupees lakh, unless otherwise stated)

*Includes initial direct costs incurred by the lessee amounting to Rs. 22.71 lakhs in current year. (Previous Year- Nil)

The Company has taken building premise on lease which has been accounted in accordance with Ind AS 116-Leases under right of use assets. Refer note 29 for further disclosure on leases.

3(c). Investment property

Investment properties, principally lands, are held for long-term rental yields and are not occupied by the company. They are carried at cost. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

Particulars	Land
Gross carrying amount	
Opening gross carrying amount	-
Additions	194.71
Closing gross carrying amount as at March 31, 2026	**194.71**
Accumulated depreciation	
Opening accumulated depreciation	-
Depreciation charge	-
Closing accumulated depreciation	**-**
Net carrying amount as on March 31, 2026	**194.71**

There was no investment property as on March 31, 2025.

(i) Amounts recognised in standalone statement of profit and loss for investment properties

Particulars	As at March 31, 2026	As at March 31, 2025
Rental income from operating leases	6.39	-
Direct operating expenses from property that generated rental income	-	-
Direct operating expenses from property that did not generate rental income	-	-
Profit from investment properties	6.39	-

(ii) Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property or for its repairs, maintenance or enhancements.

(iii) Leasing arrangements

The investment properties are leased to group companies under operating leases with rentals payable monthly. Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term.

Although the company is exposed to changes in the residual value at the end of the current leases, the company typically enters into new operating leases and therefore will not immediately realise any reduction in residual value at the end of these leases.

Minimum lease payments receivable on leases of investment properties are as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Within 1 year	10.25	-
Between 1 and 2 years	10.25	-

(iv) Fair value

Particulars	As at March 31, 2026	As at March 31, 2025
Investment Properties	194.71	-

Estimation of fair value

The fair value of the land has been determined with reference to its stamp duty value. As the land was acquired during the year, the difference between its fair value and stamp duty value is not expected to be significant.

(v) Presenting cash flows

The company classifies cash outflows to acquire or construct investment property as investing and rental inflows as operating cash flows.

4 Intangible Assets

Accounting policy

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the Standalone Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Standalone Statement of Profit and Loss when the asset is derecognized.

The Company amortises intangible assets over the following periods as estimated by the management:

Assets category	Life (years)
Computer software	3 to 6

Particulars	Computer Software	Total
Year ended March 31, 2025		
Gross carrying amount		
Opening gross carrying amount	50.55	**50.55**
Additions	-	**-**
Gross carrying amount	**50.55**	**50.55**
Accumulated amortisation		
Opening accumulated amortisation	23.29	**23.29**
Charge for the year	17.14	**17.14**
Closing accumulated amortisation	**40.43**	**40.43**
Net carrying amount as at March 31, 2025	**10.12**	**10.12**
Year ended March 31, 2026		
Gross carrying amount		
Opening gross carrying amount	50.55	**50.55**
Additions	22.21	**22.21**
Gross carrying amount	**72.76**	**72.76**
Accumulated amortisation		
Opening accumulated amortisation	40.43	**40.43**
Charge for the year	12.92	**12.92**
Closing accumulated amortisation	**53.35**	**53.35**
Net carrying amount as at March 31, 2026	**19.41**	**19.41**

First Energy Private Limited

Notes to the standalone financial statements for the year ended March 31, 2026
(All amounts in Rupees lakh, unless otherwise stated)

5(a). Non-current investments

Accounting policy

Impairment

Equity investment in subsidiaries are carried at cost less impairment losses in the Standalone Balance Sheet. Determining whether non-current assets are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment held by each subsidiary. Further, the cash flow projections are based on estimates and assumptions relating to expected demand, tariff rates for electricity, discount rate and electricity market scenario, based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would not lead to a material change to the amount of impairment.

Estimates and Assumptions

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from the budget over the useful life of assets as approved by the Management and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows. The estimates involved includes long term debt cost, cost of equity and long-term debt equity ratio.

Sr No.	Particulars	Face Value Per share In Rs	Number of units		Amount	
			As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
	Investments in equity instruments:					
	Investments valued at cost (Fully paid)					
	Equity shares in Subsidiaries (Unquoted)					
1	First Energy TN1 Private Limited* (30% of total paid up shares pledged as security in respect of the term loan availed by First Energy TN1 Private Limited)	Rs 10	16,240,000	16,240,000	1,624.00	1,624.00
2	First Energy 2 Private Limited* (30% of total paid up shares pledged as security in respect of the term loan availed by First Energy 2 Private Limited)	Rs 10	8,535,005	8,535,005	853.50	853.50
3	First Energy 3 Private Limited* (30% of total paid up shares pledged as security in respect of the term loan availed by First Energy 3 Private Limited)	Rs 10	73,850,000	73,850,000	7,385.00	7,385.00
4	Jalansar Wind Energy Private Limited* (30% of total paid up shares pledged as security in respect of the term loan availed by Jalansar Wind Energy Private Limited)	Rs 10	1,639,000	1,639,000	163.90	163.90
5	Kanakal Wind Energy Private Limited* (30% of total paid up shares pledged as security in respect of the term loan availed by Kanakal Wind Energy Private Limited)	Rs 10	2,459,000	2,459,000	245.90	245.90
6	First Energy 4 Private Limited* (30% of total paid up shares pledged as security in respect of the term loan availed by First Energy 4 Private Limited)	Rs 10	50,720,000	50,720,000	5,072.00	5,072.00
7	First Energy 5 Private Limited* (30% of total paid up shares pledged as security in respect of the term loan availed by First Energy 5 Private Limited)	Rs 10	70,110,000	70,110,000	7,011.00	7,011.00
8	First Energy 6 Private Limited* (30% of total paid up shares pledged as security in respect of the term loan availed by First Energy 6 Private Limited)	Rs 10	33,010,000	33,010,000	3,301.00	3,301.00
9	First Energy 7 Private Limited* (30% shares pledged as security in respect of the term loan availed by First Energy 7 Private Limited)	Rs 10	13,395,000	13,395,000	1,339.50	1,339.50
10	First Energy 8 Private Limited* (30% shares pledged as security in respect of the term loan availed by First Energy 8 Private Limited)	Rs 10	56,470,588	77,360,000	5,647.06	7,736.00
11	First Energy Nine Private Limited* (30% shares pledged as security in respect of the term loan availed by First Energy 9 Private Limited)	Rs 10	3,340,000	3,340,000	334.00	334.00
12	First Energy 10 Private Limited	Rs 10	135,000,000	10,000	13,500.00	1,000.00
13	First Energy 11 Private Limited* (30% shares pledged as security in respect of the term loan availed by First Energy 11 Private Limited)	Rs 10	84,000,000	10,000	8,400.00	1.00
14	First Energy 12 Private Limited	Rs 10	8,000,000	-	800.00	-
15	First Energy 14 Private Limited	Rs 10	10,000	-	1.00	-
16	First Energy 15 Private Limited	Rs 10	10,000	-	1.00	-
	Total Value of Investments				**55,678.86**	**36,066.80**
	Less : Impairment in value of investments				**(1,760.11)**	**(180.00)**
	Total non-current investments				**53,918.75**	**35,886.80**
	Notes :					
	Aggregate amount of quoted investments				-	-
	Aggregate amount of unquoted investments				55,678.86	36,066.80
	Aggregate amount of impairment in the value of investments				(1,760.11)	(180.00)

Notes to the standalone financial statements for the year ended March 31, 2026
(All amounts in Rupees lakh, unless otherwise stated)

*The Company has written put options over the remaining equity interest in these subsidiaries. Based on the analysis of the terms of the agreement, the shares over which the put options have been written do not meet the definition of an "underlying" as per Ind AS 109 and therefore these put options have not been accounted for as a derivative contract.

Note - During the year, the Company made annual assessment of recoverability of the investments in subsidiaries and based on such assessment, an impairment provision of Rs. 1,760.11 Lakhs (March 31, 2025 - Rs. 180 lakhs) in the value of investment has been recognised. Details of key assumptions used in the assessment are weighted average cost of capital - 7.80% (March 31,2025 - 8.15%), useful life of renewable energy plants - 30 years, residual value of assets - 5% of assets value.

5(b). Current investments

Accounting policy

All investments in scope of Ind AS 109 are measured at fair value. All debt instruments which are held for trading are classified as at FVTPL. For all other instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value (FVOCI). The Company makes such an election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. There are no instruments which are carried at FVOCI.

Particulars	Number of units		Amount	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Investments in Mutual funds (Quoted)				
Investments at fair value through profit and loss				
Aditya Birla Sun Life Money Manager Fund Growth-Regular	-	24,418.37	-	101.04
Axis Overnight Fund - Reg - Growth	16,297.49	-	231.45	-
Total current investments	**16,297.49**	**24,418.37**	**231.45**	**101.04**
Aggregate amount of quoted investments			231.45	101.04

Investments at fair value through profit and loss account reflect investment in quoted mutual fund. Refer note 33 for determination of their fair values.

6(a). Other financial assets (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Security deposits	213.57	89.27
Total	**213.57**	**89.27**

6(b) Other Current financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Interest accrued on fixed deposits	0.05	1.83
Other receivables from group companies	4.23	101.45
Others	23.61	21.04
Total	**27.89**	**124.32**

7. Income tax assets (net)

Accounting Policy

Tax comprises of current tax and deferred tax. Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax assets (net)	686.94	235.75
Total	**686.94**	**235.75**

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	235.75	218.97
Add: Taxes paid during the year	451.19	16.78
Less: Current tax payable for the year	-	-
Total	**686.94**	**235.75**

8(a) . Deferred tax assets (net)

Accounting Policy

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity), in correlation to the underlying transaction.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

The Company applies significant judgement in identifying uncertainties over income tax treatments.

Estimates and Assumptions - Recognition of Deferred tax assets

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets		
Employee benefit expenses	84.32	53.26
Lease liabilities	144.32	51.53
Others	45.90	-
	274.54	**104.79**
Deferred tax liabilities		
Depreciation on property, plant and equipment and intangible assets	69.32	57.48
Right-of-use assets	148.50	41.89
Others	56.72	5.42
	274.54	**104.79**
Total	**-**	**-**

Movement in deferred tax assets

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Employee benefit expenses	31.06	33.75
Lease liabilities	92.79	(23.52)
Depreciation on property, plant and equipment and intangible assets	(11.84)	(28.74)
Right-of-use assets	(106.61)	23.93
Others	(5.40)	(5.42)
Deferred tax expense recognised in the Standalone Statement of Profit and Loss - (Charge)/Credit	**-**	**-**

The Company has tax losses, unabsorbed depreciation and other items of Rs. 5,969.97 lakhs (March 31, 2025: Rs.6,592.64 lakhs) that are available for offsetting for future taxable profits. Deferred tax assets have not been recognised in respect of these items as they may not be used to offset taxable profits in the Company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Company were able to recognise all unrecognised deferred tax assets, the loss for the year would decrease by Rs. 2,385.61 lakhs (March 31, 2025: Rs. 1,625.60 lakhs).

Particulars	Expiry date (Year ending March 31)	Number of units		Amount	
		As at March 31, 2026	As at March 31, 2025 Tax Impact	As at March 31, 2026	As at March 31, 2025 Tax Impact
Tax losses	2027	152.42	38.36	152.42	38.36
	2030	209.12	52.64	209.12	52.64
	2031	1,113.06	280.16	1,113.06	280.16
	2032	807.67	203.29	807.67	203.29
	2033	588.42	148.10	403.17	101.48
	2034	771.55	194.20	-	-
Total tax losses		**3,642.24**	**916.75**	**2,685.44**	**675.93**
Employee benefit expenses	No Expiry	467.82	117.75	300.06	75.53
Unabsorbed depreciation	No Expiry	2,932.03	737.99	2,797.14	704.04
Capital loss	2030	810.00	170.10	810.00	170.10
Provision for impairment on investment		1,760.11	443.02	-	-
Total		**9,612.20**	**2,385.61**	**6,592.64**	**1,625.60**

8(b). Tax expenses

The Income Tax expense consists of following :

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Current tax	-	-
Deferred tax	-	-
Income tax expense reported in the Standalone Statement of Profit and Loss	**-**	**-**

Other comprehensive income	Year ended March 31, 2026	Year ended March 31, 2025
Deferred tax related to items recognised in other comprehensive income during the year	-	-
Net gain/(loss) on remeasurements of defined benefit plans	-	-
Deferred tax credit in other comprehensive income	**-**	**-**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Standalone Statement of Profit and Loss is as follows:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Loss before tax	(2,743.14)	(441.10)
Indian statutory income tax rate	25.17%	25.17%
Expected tax credit	(690.45)	(111.02)
Deferred tax assets not recognised on losses and depreciation	690.45	111.02
Total tax expense	**-**	**-**

9 Trade Receivables

Accounting Policy

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Notes to the standalone financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables from:		
(i) Related parties		
- Billed	633.38	1,106.13
(ii) Others		
- Billed	160.81	116.90
Total	794.19	1,223.03
Sub-classification of trade receivables		
Secured, considered good	-	-
Unsecured, considered good	701.61	1,164.72
Trade receivables which have a significant increase in credit risk	-	-
Trade receivables- credit impaired	92.59	58.31
	794.20	**1,223.03**
Less: Impairment allowance	**92.59**	**58.31**
Total	**701.61**	**1,164.72**

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 receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Trade receivables ageing:

Particulars	Not Due	Unbilled	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026								
(i) Undisputed Trade Receivables- considered good	248.94	-	159.89	118.15	139.24	35.39	-	**701.61**
(ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	92.59	-	-	**92.59**
(iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-	-	**-**
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-	-	**-**
Less: Impairment allowance	-	-	-	-	92.59	-	-	**92.59**
Total	**248.94**	**-**	**159.89**	**118.15**	**139.24**	**35.39**	**-**	**701.61**

Particulars	Not Due	Unbilled	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2025								
(i) Undisputed Trade Receivables- considered good	8.93	-	1,109.52	27.46	16.49	2.32	-	1,164.72
(ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	58.31	-	-	58.31
(iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-	-	-
Less: impairment allowance	-	-	-	-	58.31	-	-	58.31
Total	**8.93**	**-**	**1,109.52**	**27.46**	**16.49**	**2.32**	**-**	**1,164.72**

Expected Credit Loss (ECL)

Accounting policy

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss and credit risk exposure on the financial assets that are debt instruments measured at amortized costs e.g. loans, deposits, trade receivables, contractual receivables and bank balances. The Company follows 'simplified approach' for recognition of impairment allowance. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment allowance based on 12-month ECL. The Company considers current and anticipated future economic conditions relating to industries the company deals with and the countries where it operates.

ECL impairment allowance (or reversal) recognized during the period is recognized as income/expense in the Standalone Statement of Profit and Loss under the head 'other expenses'. ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the Standalone Balance Sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

Estimates and assumptions

Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and timing of cash flows. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. The following table summarises the change in impairment allowance measured using the life time ECL model (Pursuant to Ind AS 109):

As a practical expedient, the Company uses a provision matrix to determine ECL impairment allowance on portfolio of its trade receivables and contract assets. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. On that basis, the Company estimates a default rate of total revenue for trade receivables and contract revenue for contract assets. The Company follows provisioning norms based on ageing of receivables to estimate the impairment allowance under ECL

Particulars	Provision on trade receivables	
	March 31, 2026	March 31, 2025
At the beginning of the year	58.31	-
Less: Bad debts/write off	-	-
	-	-
Add: Provision made during the year	34.28	58.31
Less: Utilized/reversed during the year	-	-
At the end of the year	**92.59**	**58.31**

10. Cash and cash equivalents

Accounting Policy

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks		
- in current accounts	56.42	71.72
- in deposits with original maturity of less than three months	151.07	755.93
Total	**207.49**	**827.65**

11(a). Loans (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Loans to subsidiaries (refer note 30 and 31)	807.68	100.00
Total	**807.68**	**100.00**

Note: Loans are subsequently measured at amortised cost and therefore interest accrued on loans amounting to Rs. 107.00 lakhs (Previous year: INR Nil) are included in the respective amounts.

Break-up of loans

Particulars	As at March 31, 2026	As at March 31, 2025
Loans considered good - secured	-	-
Loans considered good - unsecured	807.68	100.00
Loans which have significant increase in credit risk	-	-
Loans impaired	-	-
Total	**807.68**	**100.00**

11(b). Loans (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Loans to subsidiaries (refer note 30 and 31)	39,027.51	34,144.12
Total	**39,027.51**	**34,144.12**

No loans are due from directors or key managerial persons of the Company either severally or jointly with any other person or from firms or private companies in which any director is a partner, a director or a member, respectively.

Break-up of loans

Particulars	As at March 31, 2026	As at March 31, 2025
Loans considered good - secured	-	-
Loans considered good - unsecured	39,027.51	34,144.12
Loans which have significant increase in credit risk	-	-
Loans impaired	-	-
Total	**39,027.51**	**34,144.12**

No loans are due from directors or key managerial persons of the Company either severally or jointly with any other person or from firms or private companies in which any director is a partner, a director or a member, respectively.

12(a). Other current assets

Accounting Policy

Contract assets: A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration and are transferred to

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

trade receivables on completion of milestones and its related invoicing. Contract assets are recorded in balance sheet as unbilled revenue.

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Advance to supplier	35.88	150.89
- Impairment provision	-	(120.00)
	35.88	30.89
Advance to employee	0.03	2.00
Unbilled revenue (Contract assets)	6.36	155.57
Prepaid expenses	40.29	12.76
Balances with government authorities	28.81	60.55
Total	**111.37**	**261.77**

There were no advances due by directors or officers of the Holding company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a member.

12(b) : Other Non-current Assets

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	51.02	-
Total	**51.02**	**-**

13. Equity share capital

Accounting Policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees, amounts paid to legal, accounting and other professional advisers, printing costs and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

Particulars	As at March 31, 2026	As at March 31, 2025
Authorized shares		
925,000,000 (Previous year 525,000,000) equity shares of Rs. 10/- each.	92,500.00	52,500.00
	92,500.00	**52,500.00**
Issued, subscribed and fully paid share capital		
646,316,365 (Previous year 419,316,365) equity shares of Rs. 10/- each.	64,631.64	41,931.64
	64,631.64	**41,931.64**

a) Reconciliation of the shares outstanding at the beginning and at the end of the year

Particulars	No. of shares	Amount
Equity share of Rs. 10 each issued, subscribed and fully paid		
As at April 01, 2024	403,986,365	40,398.64
Changes during the year	15,330,000	1,533.00
As at March 31, 2025	419,316,365	41,931.64
Changes during the year	227,000,000	22,700.00
As at March 31, 2026	**646,316,365**	**64,631.64**

(b) Terms/ rights attached to equity shares

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

c) Equity shares held by ultimate holding / holding company

Particulars	As at March 31, 2026	As at March 31, 2025
Holding company		
Thermax Limited (Inlcuding six shares held by nominee shareholder)	64,631.64	41,931.64
646,316,365 (Previous year 419,316,365) equity shares of Rs. 10/- each.		

d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at March 31, 2026	As at March 31, 2025	% Change during the Year
Thermax Limited			
% Holding	100.00%	100.00%	0.00%
No. of shares	646,316,365	419,316,365	

(e) Details of shareholding of promoters:

Particulars	As at March 31, 2026	As at March 31, 2025	% Change during the Year
(i) Thermax Limited			
% Holding	100.00%	100.00%	-
No. of shares	646,316,365	419,316,365	

(f) There were no buy back of shares/issue of shares for consideration other than cash during the period of five years immediately preceding the reporting date.

14 Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
A. Securities premium account		
Opening Balance	955.27	955.27
Less: Cost related to issue of own equity instruments	-	-
Balance at the end of the year	**955.27**	**955.27**
B. Retained earnings		
Opening Balance	(8,171.93)	(7,753.67)
Add: Loss for the year	(2,743.14)	(441.10)
Add: Other comprehensive income	22.40	22.84
Balance at the end of the year	**(10,892.67)**	**(8,171.93)**
C. Share application money		
Opening balance	1,000.00	-
Add: Addition during the year	21,700.00	2,533.00
Less: Share allotment during the year	22,700.00	1,533.00
Balance at the end of the year	**-**	**1,000.00**
D. Equity component of compound financial instrument	246.72	246.72
	246.72	246.72
Total	**(9,690.68)**	**(5,969.94)**

Nature and purpose of reserves

Retained earnings

Retained earnings are the profits or (loss) that the Company has earned or incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings also include re-measurement loss or (gain) on defined benefit plans, net of taxes that will not be reclassified to Standalone Statement of Profit and Loss.

Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act 2013.

15. Borrowings

a) Non-current borrowings

Borrowings are classified as current liabilities unless, at the end of the reporting period, the Company has a right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured		
Loan from holding Company	2,437.99	1,943.00
Total	**2,437.99**	**1,943.00**
Aggregate secured borrowings	-	-
Aggregate unsecured borrowings	2,437.99	1,943.00

Particulars	Maturity date	Terms of payment	Interest Rate	As at March 31, 2026	As at March 31, 2025
Loan from holding company	Various	Repayable within 5 years from the disbursement (March 31, 2025 - Repayable within 3 years from the disbursement)	7.42%-9.00% (March 31, 2025 - 8.60% - 8.95%)	2,437.99	1,943.00

Note: Borrowings are subsequently measured at amortised cost and therefore interest accrued on current borrowings are included amounting to Rs. 191.87 lakhs (Previous year-Rs. Nil) in the respective amounts.

Purpose of loan-

Loan from holding Company: The funds have been obtained for onward lending to the subsidiaries or for working capital requirements including capital expenditure.

(b) Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Term loan from Banks	10,500.00	-
	10,500.00	**-**
Unsecured loans		
Loan from bank	19,900.00	29,500.00
Loan from holding company	7,325.15	4,172.48
	27,225.15	**33,672.48**
Total	**37,725.15**	**33,672.48**

Particulars	Maturity date	Terms of payment	Interest Rate	As at March 31, 2026	As at March 31, 2025
Secured Loan					
Loan from Bank	31st March, 2027	At maturity	8.10%	3,500.00	-
Loan from Bank	30th December, 2026	At maturity	8.30%	7,000.00	-
Unsecured Loan					
Loan from bank	16th February 2027(March 31, 2025 - September 24, 2025)	At maturity (March 31, 2025 - Bullet repayment within 180 days from the disbursement)	7.67% (March 31, 2025 - 8.65%)	19,900.00	29,500.00
Loan from holding company	Various	Repayable within 1 year (March 31, 2025 - Repayable within 180 days from the disbursement)	7.42%-9.00% (March 31, 2025 - 8.60% - 8.95%)	6,913.53	3,760.86
Loan from holding company	On Demand	On demand	0%	411.62	411.62

Note: Borrowings are subsequently measured at amortised cost and therefore interest accrued on current borrowings are included amounting to Rs. 541.53 lakhs (Previous year- Rs. 286.08 lakhs) in the respective amounts.

Secured borrowings: Indian rupee loans from bank is secured by way of charge on entire current assets of the company, present and future.

Purpose of loan-

Loan from Bank: Repayment of Promoter's loan or for onward lending to the subsidiaries.

Loan from holding Company: The funds have been obtained for onward lending to the subsidiaries or for working capital requirements including capital expenditure.

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	207.49	827.65
Other bank balances	-	-
Borrowings	(40,163.14)	(35,615.48)
Lease liabilities	(573.41)	(204.74)
Net debt	**(40,529.06)**	**(34,992.57)**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Patriculars	Other assets		Liabilities from financing activities		Total
	Cash & cash equivalents	Other Bank Balance	Borrowings including accrued interest	Lease Liabilities	
Net debt as at April 1, 2024	**630.32**	**0.97**	**(19,315.32)**	**(298.21)**	**(18,982.24)**
Cash flows (net)	197.33	(0.97)	(16,377.30)	93.47	(16,087.47)
Interest expenses	-	-	(1,875.12)	(21.77)	(1,896.89)
Interest paid	-	-	1,952.26	21.77	1,974.03
Net debt as at March 31, 2025	**827.65**	**-**	**(35,615.48)**	**(204.74)**	**(34,992.57)**
Cash flows (net)	(620.16)	-	(4,100.34)	129.90	(4,590.60)
Net Addition on account of leases	-	-	-	(475.87)	(475.87)
Interest expenses	-	-	(3,452.37)	(22.70)	(3,475.07)
Interest paid	-	-	3,005.05	-	3,005.05
Net debt as at March 31, 2026	**207.49**	**-**	**(40,163.14)**	**(573.41)**	**(40,529.06)**

16. Provisions

Accounting policy

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operates a defined benefit gratuity plan, which is unfunded. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses are recognized immediately in the Standalone Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Standalone Statement of Profit and Loss in subsequent periods.

Past service costs are recognized in the Standalone Statement of Profit and Loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognizes related restructuring costs.

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 Standalone Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

The compensated absences such as privileged leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Standalone Statement of Profit and Loss. The Company does not have an unconditional right to defer settlement for any of these obligations and therefore have been classified as current liability. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within twelve months.

Provision for Long term incentive is calculated using the projected unit credit method to determine the present value of its defined benefit obligations and the related current service cost.

Estimates and Assumptions

Long Term Incentive Plan

The provision for other long term employee benefits which is recognized considering the estimated payout expected by the Company at present value using projected unit credit method. These include the determination of the discount rate and attrition rate. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the attrition rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the long-term incentives.

16(a). Non-current provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for gratuity (Refer Note 16(c))	148.04	104.63
Other long-term employee benefits (Refer Note 16(c))	467.86	312.49
Total	**615.90**	**417.12**

16(b). Current provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity (Refer Note 16(c))	3.53	6.37
Provision for compensated absence (Refer Note 16(c))	151.52	105.15
Other Provisions		
Provision for onerous contract*	3.00	3.00
Total	**158.05**	**114.52**

* No movement during the year.

16(c). Employee benefits plan

A. Defined contribution plans

The Company also has certain defined contribution plan. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further

contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is Rs 140.26 lakhs (March 31, 2025 – Rs 113.40 lakhs).

B. Defined Benefit plans and Other Long Term Plans

i) Compensated Absences

The Compensated Absences cover the Company's liability for earned leave which are classified as other long-term benefits.

The entire amount of the provision of Rs. 151.52 lakhs (March 31, 2025 – Rs.105.15 lakhs) is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the company does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months.

Particulars	As at March 31, 2026	As at March 31, 2025
Leave obligations not expected to be settled within the next 12 months	124.55	87.61

ii) Gratuity

The Company operates a defined benefit plan viz. gratuity for its employees. Under the gratuity plan, every employee who has completed at least specified years of service gets a gratuity on departure at 15 days (minimum) of the last drawn salary for each completed year of service.

The new Labour Codes introduced by the Government of India, inter alia, require gratuity to be calculated based on wages constituting at least 50% of total remuneration. This has resulted in an increase in gratuity benefits in respect of services rendered in prior periods, and accordingly, the company has recognised past service cost amounting to INR 10.10 lakhs during the year. In accordance with Ind AS 19, the past service cost has been recognised in the standalone statement of profit and loss in the current year in which the plan amendment became effective. The gratuity obligation has been actuarially valued by an independent actuary using the projected unit credit method, considering the revised definition of wages for gratuity computation.

I Changes in the net benefit obligation is as follows :

Particulars	Amount
April 01, 2024	**87.51**
Current service cost	46.57
Transfer Out	(2.27)
Interest expense	6.03
Total amount recognised in Profit or Loss	**50.33**
Experience adjustments	(21.72)
Actuarial gain from change in financial assumptions	3.72
Demographic adjustments	(4.84)
Total amount recognised in Other comprehensive income	**(22.84)**
Benefits paid	(4.00)
March 31, 2025	**111.00**
Current service cost	54.12
Transfer In	3.30
Past service cost	10.10
Interest expense/(income)	6.94
Total amount recognised in Standalone Statement of Profit and Loss	**74.46**
Experience adjustments	(16.42)
Actuarial gain from change in financial assumptions	(5.98)
Total amount recognised in Other comprehensive income	**(22.40)**
Benefits paid	(11.49)
March 31, 2026	**151.57**

II Significant assumptions

The significant actuarial assumptions were as follows :

Particulars	March 31, 2026	March 31, 2025
Discount rate	7.20%	6.60%
Salary growth rate	10.00%	10.00%
Normal retirement age	60	60
Mortality table	IALM(2012-14) Ultimate	IALM(2012-14) Ultimate
Employee turnover	15.00%	15.00%

III Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

Assumption	Impact on defined benefit obligation	
	March 31, 2026	March 31, 2025
Discount rate		
1.00% increase	Decrease by 9.14	Decrease by 6.08
1.00% decrease	Increase by 10.20	Increase by 6.73
Future salary increase		
1.00% increase	Increase by 8.37	Increase by 5.41
1.00% decrease	Decrease by 7.69	Decrease by 5.01
Attrition rate		
1.00% increase	Decrease by 1.26	Decrease by 0.93
1.00% decrease	Increase by 1.38	Increase by 1.02

The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Standalone Balance Sheet. The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous periods.

IV. The following are the expected cash flows/contribution to the defined benefit plan in future years:

Particulars	March 31, 2026	March 31, 2025
Within next 12 months	3.54	6.37
Between 2-5 years	103.70	60.71
Next 5 years	262.52	216.79

The average duration of the defined benefit plan obligation at the end of the reporting period is 10.91 years (March 31, 2025: 9.71 years)

iii) Other long-term employee benefits

The Company offers cash bonuses to certain managerial employees the amount of which is based on performance of the Company in a specific year. The amount of provision recognised for the long term employee benefit is Rs. 467.86 lakhs (31 March 2025 – Rs. 312.49 lakhs).

17(a) Other non-current financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Deposits/ retentions from customers and others	31.66	26.46
Total	**31.66**	**26.46**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

17(b) Other current financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Employee related payables	316.70	241.77
Total	**316.70**	**241.77**

18. Other current liabilities

Accounting Policy

Contract Liability : A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company satisfies the performance obligation. Contract liabilities are recorded in balance sheet as unearned revenue and customer advances as the case may be.

Particulars	As at March 31, 2026	As at March 31, 2025
Contract liabilities		
Advance from customers	7.08	32.49
Unearned revenue	31.52	85.99
Others		
Statutory dues	102.10	98.78
Others	1.61	1.86
Total	**142.31**	**219.12**

19 Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises	229.16	21.30
Due to other than micro and small enterprises		
(i) Related parties (refer note 31)	223.80	646.25
(ii) Others	108.45	406.20
Total	**561.41**	**1,073.75**

Trade payables are non-interest bearing and are generally on terms of 30 to 90 days.

Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006

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		
-Principal amount outstanding (whether due or not) to micro and small enterprises	229.16	21.30
-Interest due thereon	3.70	2.51
ii) The amount of interest paid by the Company 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.	-	-
iii) The amount of payment made to the supplier beyond the appointed day during the year.	249.61	261.87
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.	1.17	3.02
v) The amount of interest accrued and remaining unpaid at the end of each accounting year.	6.35	5.53
vi) 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.	11.22	6.35

The ageing of current trade payables which are due for payment :

Particulars	Not Due	Unbilled*	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026							
(i) Undisputed - Micro and Small Enterprises	3.75	50.86	124.14	49.86	0.44	0.11	**229.16**
(ii) Undisputed - Others	98.47	133.31	82.83	3.37	11.83	2.44	**332.25**
(iii) Disputed dues- Micro and Small Enterprises	-	-	-	-	-	-	**-**
(iv) Disputed dues- Others	-	-	-	-	-	-	**-**
Total	**102.22**	**184.17**	**206.97**	**53.23**	**12.27**	**2.55**	**561.41**

Particulars	Not Due	Unbilled*	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2025							
(i) Undisputed - Micro and Small Enterprises	11.10	10.20	-	-	-	-	**21.30**
(ii) Undisputed - Others	284.04	87.02	362.76	154.48	164.15	-	**1,052.45**
(iii) Disputed dues - Micro and Small Enterprises	-	-	-	-	-	-	**-**
(iv) Disputed dues - Others	-	-	-	-	-	-	**-**
Total	**295.15**	**97.22**	**362.76**	**154.48**	**164.15**	**-**	**1,073.75**

* Unbilled trade payables includes accruals which are not classified as provisions under IND AS 37 "Provisions, Contingent Liabilities and Contingent Assets"

20 Revenue from operations

Accounting Policy

Revenue from contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue

is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service. The Company collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

The Company has following streams of revenue

• Revenue from Engineering, Procurement and Construction contracts

Engineering, Procurement and Construction (EPC) contracts are contracts specifically negotiated for the construction of an asset which refers to any project for construction of plants and systems, involving designing, engineering, fabrication, supply, erection (or supervision thereof), commissioning, guaranteeing performance thereof etc., execution of which is spread over different accounting periods. The Company identifies distinct performance obligations in each contract. For most of the contracts, the customer contracts with the Company to provide a significant service of integrating a complex set of tasks and components into a single project or capability. Hence, the entire contract is accounted for as one performance obligation.

The Company may promise to provide distinct goods or services within a contract, in which case the Company separates the contract into more than one performance obligation. If a contract is separated into more than one performance obligation, the Company allocates the total transaction price to each performance obligation in an amount based on the estimated relative standalone selling prices of the promised goods or services underlying each performance obligation. The Company uses the expected cost plus a margin approach to estimate the standalone selling price of each performance obligation in case of contracts with more than one distinct performance obligations.

The Company assesses for the timing of revenue recognition in case of each distinct performance obligation. The Company first assesses whether the revenue can be recognized over a period of time if any of the following criteria is met:

(a) The customer simultaneously consumes the benefits as the Company performs, or

(b) The customer controls the work-in-progress, or

(c) The Company's performance does not create an asset with alternative use to the Company and the Company has right to payment for performance completed till date.

The Company uses cost-based measure of progress (or input method) for contracts because it best depicts the transfer of control to the customer which occurs as it incurs costs on contracts. Under the cost-based measure of progress, the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated profits, are recorded proportionally as costs are incurred.

Costs associated with bidding for contracts are charged to the Statement of profit and loss when they are incurred. Costs that relate directly to a contract and are incurred in securing the contract are included as part of the contract costs if they can be separately identified and measured reliably and it is probable that the contract will be obtained.

Contract modification, when approved by both the parties to the contract, are considered as modification, if it creates new or changes the existing enforceable rights and obligations. Most of the contract modifications are not distinct from the existing contract due to the significant integration service provided under the contract prior to modifications and are therefore, accounted for as part of the existing contract. The effect of a contract modification is recognized as an adjustment to revenue on a cumulative catch-up basis.

When it becomes probable that the total contract costs will exceed the total contract revenue, the Company recognizes the expected losses from onerous contract as an expense immediately.

Penalties for any delay or improper execution of a contract are recognized as a deduction from revenue. In the balance sheet, such provisions are presented on net basis of the contract receivables.

• Revenue from sale of goods

Revenue from sale of goods is recognised at a point-in-time. The point-in-time is determined when the control of the goods or services is transferred which is determined based on when the significant risks and rewards of ownership are transferred to the customer. Apart from this, the Company also considers its present right to payment, the legal title to the goods, the physical possession and the customer acceptance in determining the point in time where control has been transferred.

• Revenue from sale of services

Revenue from sale of service includes revenue recognised on account of services including operation and maintenance contract, EPC supervision services and management fees. Revenue is recognized on a time proportion basis under the contracts.

• Revenue from leases where the Company is a lessor

Refer note 29 for accounting policy

Estimates and Assumptions

Judgements

A significant revenue of the Company's business relates to EPC contracts which is accounted using cost-based input method, recognizing revenue as the performance on the contract progresses. This requires management to make judgement with respect to identifying contracts for which revenue need to be recognised over a period of time, depending upon when the customer consumes the benefit, when the control is passed to customer, whether the asset created has an alternative use and whether the Company has right to payment for performance completed till date, either contractually or legally. The input method requires management to make significant judgements of the extent of progress towards completion.

Estimates and assumptions:

Project cost to complete estimates: At each reporting date, the Company is required to estimate costs to complete on fixed-price contracts. Estimating costs to complete on such contracts requires the Company to make estimates of future costs to be incurred, based on work to be performed beyond the reporting date. This estimate will impact revenues, cost of sales, contract assets and contract liabilities.

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Revenue from contracts with customers		
Revenue from projects	637.40	2,775.19
Revenue from sale of trading goods	-	390.05
Revenue from services	2,823.71	1,614.74
Revenue from operating lease	76.27	81.50
Total	**3,537.38**	**4,861.48**
Other operating revenue		
Interest income from finance lease	41.98	47.56
Duty drawback	0.17	2.23
Total	**42.15**	**49.79**
Revenue from operations (net)	**3,579.53**	**4,911.27**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
i) Revenue by category of contracts		
Over a period of time basis	3,537.38	4,471.43
At a point-in-time basis	-	390.05
Total revenue from contracts with customers	**3,537.38**	**4,861.48**
ii) Revenue by geographical market		
Within India	3,537.38	4,334.80
Outside India	-	526.68
Total revenue from contracts with customers	**3,537.38**	**4,861.48**

iii) Contract balances

The following table provides information about contract balances from contracts with customers as at the reporting date

Particulars	As at March 31, 2026	As at March 31, 2025
Unbilled revenue (Refer note 12) - Contract assets	6.36	155.57
Unearned revenue (Refer Note 18) - Contract liabilities	31.52	85.99
Advance from customers (Refer Note 18) - Contract liabilities	7.08	32.49

Contract assets primarily relate to the Company's rights to consideration for work completed but not billed at the reporting date from projects and customised contracts. The Contract assets are transferred to Trade receivables on completion of milestones and its related invoicing.

The contract liabilities relate to unearned revenue and customer advances where performance obligations are yet to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised, with no impact on the Company's cash positions on specific projects.

Contract assets have decreased as the company has provided fewer projects ahead of the agreed payment schedules for fixed-price contracts. Contract liabilities have decreased as the company has received fewer advance against the future products and services to be provided.

iv) Revenue recognised in the reporting period that was included in the contract liabilities balance at the beginning of the year:

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Unearned revenue	63.42	461.89
Advance from customers	0.98	299.55

(v) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts that have an original expected duration of one year or less.

vi) Reconciliation between revenue recognised in Standalone Statement of Profit and Loss and contract price

There is no significant difference between revenue recognised in Standalone Statement of Profit and Loss and contract price.

21 Other income

Accounting Policy

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability.

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Net gain on current investments designated at fair value through profit and loss (FVTPL)	10.02	8.12
Profit on sale of investments designated at fair value through profit and loss (FVTPL)	18.07	-
Interest income on loan to subsidiaries	3,428.82	1,825.00
Interest income on bank deposits	2.28	4.87
Provisions no longer required written back	7.99	43.33
Foreign exchange gain (net)	0.63	-
Debt syndication income (Refer Note 31)	45.75	-
Profit on account of derecognition of lease	23.67	-
Lease rentals (Refer Note 31)	6.39	-
Total	**3,543.62**	**1,881.32**

22 Cost of raw materials consumed

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Inventories at the beginning of the year	-	-
Add: Purchases	642.40	2,080.80
Inventories at the end of the year	-	-
Total	**642.40**	**2,080.80**

23 Employee benefits expense

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Salaries, wages and bonus	2,526.49	1,364.24
Contribution to provident fund (Refer note 16(c))	140.26	113.40
Gratuity expense (Refer note 16(c))	74.46	50.33
Staff welfare expenses	89.30	81.70
Total	**2,830.51**	**1,609.67**

24 Finance costs

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Interest expense on loan from bank/financial institutions	2,003.44	13.98
Interest expense on loan from holding company (Refer note 31)	1,448.93	1,861.14
Interest and finance charges on lease liabilities	22.70	21.77
Total	**3,475.07**	**1,896.89**

25 Depreciation and amortization expense

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Depreciation of property, plant and equipment	68.95	56.39
Amortisation of right-of-use assets	106.62	95.10
Amortization of intangible assets	12.92	17.14
Total	**188.49**	**168.63**

26 Other expenses

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Power and fuel	15.99	13.06
Site expenses and contract labour charges	37.02	64.50
Advertisement and sales promotion	6.19	0.70
Rent	12.09	9.36
Rates and taxes	30.96	1.30
Insurance	52.21	52.73
Repairs and maintenance		
- Computers	0.08	0.09
- Others	183.20	101.56
Travelling and conveyance	176.27	103.04
Legal and professional fees (including auditor's remuneration - refer note below)	227.29	227.65
Recruitment expenses	2.35	50.14
Consumption of stores and spares	0.23	0.42
Provision for impairment allowance of non-current financial assets (net)	1,580.11	180.00
Provision for impairment allowance of financial assets (net)	34.28	58.31
Provision for impairment allowance of non-financial assets (net)	-	120.00
Management fees (Refer Note 31)	277.29	178.75
Exchange fluctuation loss (net)	0.13	8.17
Bad debts and balances written off	-	12.56
Miscellaneous expenses	94.13	95.34
Total	**2,729.82**	**1,277.68**

Note: Payment to auditors

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
As auditor		
- Statutory audit fees	22.80	12.00
- Other	-	11.10
- Out of pocket expenses	0.82	0.27
Total	**23.62**	**23.37**

Note: Corporate Social Responsibility

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current year and previous year.

27 Loss per share

Accounting Policy

The Company presents the basic and diluted earnings/loss per share (EPS) for its equity shares. Basic EPS is computed by dividing the net profit/(loss) for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the loss for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Loss attributable to the equity shareholders of the Company	(2,743.14)	(441.10)
Weighted average number of equity shares of Rs 10/- each	563,217,735	415,337,543
Basic and Diluted loss per share	(0.49)	(0.11)

28. Contingent liabilities and Commitments

Contingent liabilities

Accounting Policy

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

There are no liabilities of contingent nature in current year and previous year.

Capital commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Nil (March 31, 2025 - Nil)

29 Leasing Arrangements

i) Where the Group is lessor

Accounting Policy

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognized on a straight-line basis over the term of the relevant lease.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

a) Amounts receivable under Finance lease -

The Company has entered into certain arrangements with its customers' where the Company will supply electricity by installing solar power generating system at their customers' premises. The Company has determined, that fulfilment of these arrangements is dependent on the use of a specific asset and the arrangement conveys a right to use these specific asset to the customers. Accordingly, these arrangements qualify as arrangements in the form of lease as specified in Ind-AS 116. Based on the evaluation of terms and conditions of these arrangements, such as the contract term constituting a major part of the economic life of the specific assets, the fair value of the asset and that it has transferred the significant risks and rewards in these assets to the customers, these lease arrangements have been classified as finance leases.

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Gross Investment in lease		Present value of minimum lease payments	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Within one year	66.51	66.51	59.04	59.04
After one year but not more than five years	140.90	176.65	88.81	109.12
More than five years	205.03	235.78	55.08	59.30
	412.44	**478.94**	**202.93**	**227.46**
Less: Unearned finance income	209.51	251.48	-	-
Present value of minimum lease payments receivable	202.93	227.46	202.93	227.46
Allowance for uncollectible lease payments	-	-	-	-

Particulars	March 31, 2026	March 31, 2025
Current portion of finance lease receivables	66.51	66.51
Non-current portion of finance lease receivables	136.42	160.95

Particulars	March 31, 2026	March 31, 2025
Estimated unguaranteed residual value of assets under finance lease	-	-
Contingent rent recognised as income during the year	-	-
Interest rate inherent in the lease per annum	16.38% - 28.19%	16.38% - 28.19%

(b) Operating Lease

The Company has leased a solar power generating system. The tenure of lease agreement is 15 years.

Particulars	March 31, 2026	March 31, 2025
Lease received for the year	76.27	81.50

Particulars	March 31, 2026	March 31, 2025
Future minimum lease rental receivables under non-cancellable operating leases are as follows:		
Within one year	10.25	-
After one year but not more than five years	10.25	-
More than five years	-	-

c) Company as lessee : Operating lease

Accounting Policy

The Company lease asset classes primarily consist of office buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Company:

- where possible, uses recent third-party financing received by the Company as a starting point, adjusted to reflect changes in financing conditions since third party financing was received.
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Company, which does not have recent third-party financing
- makes adjustments specific to the lease, for example, term, country, currency and security.

If a readily observable amortising loan rate is available to the individual lessee (through recent financing or market data) which has a similar payment profile to the lease, then the Company use that rate as a starting point to determine the incremental borrowing rate.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

The company has taken office building on leases for a tenure of 1.5 Years (March 31, 2025 - 5 Years) and has extension option for office building as per mutual consent. There are no variable lease payments and residual value guarantees for these leases.

Extension and termination options are included . These are used to maximise operational flexibility in terms of managing the assets used in the company's operations.

Carrying amounts of lease liabilities and the movements during the year:

Particulars	March 31, 2026	March 31, 2025
At the beginning of the year	204.74	298.21
Additions	594.77	-
Accretion of interest	22.70	21.77
Disposal	(118.90)	-
Payments made	(129.90)	(115.24)
Total	**573.41**	**204.74**
Current portion	137.21	124.62
Non-current portion	436.20	80.12
Total	**573.41**	**204.74**

Details of amounts recognised in Standalone Statement of Profit and Loss

Particulars	March 31, 2026	March 31, 2025
Depreciation expense of right-of-use assets	106.62	95.10
Interest expense on lease liabilities	22.70	21.77
Expense relating to short-term leases and leases of low-value assets	12.09	9.36
Total amount recognised in Standalone Statement of Profit and Loss	**141.41**	**126.23**

Refer note 34 (III) for maturities of lease liabilities .

30. Disclosure required under Section 186(4) of Companies Act, 2013

a) Loans and advance to related parties includes loan given to a subsidiary. The particulars of which are disclosed below as required by Sec 186(4) of Companies Act 2013.

Non-Current- Loans

Name of the entity	Rate of interest	Place of business/ Country of incorporation	Ownership interest	
			March 31, 2026	March 31, 2025
First Energy TN1 Private Limited	8.00% - 9.00%	The loan shall be repaid within a period of 2 years. (Previous year: Nil)	807.68	-
First Energy 2 Private Limited	"(March 31, 2025 - 8.00% - 8.60%)"	Current Year- Nil (March 31, 2025 - The loan shall be repaid within a period of 2 years)	-	100.00

Current- Loans

Name of the entity	Rate of interest	Place of business/ Country of incorporation	Ownership interest	
			March 31, 2026	March 31, 2025
First Energy TN1 Private Limited	(March 31, 2025 - 8.15% - 8.95%)"	Current Year- Nil (March 31, 2025 - 'The loan shall be repaid within a period of 180 days)	-	3,141.99
First Energy 2 Private Limited	7.37% - 8.65% (March 31, 2025 - 8.00% - 8.60%)	The loan shall be repaid within a period of 1-3 year (March 31, 2025 - The loan shall be repaid within a period of 2 years)	283.94	166.40
First Energy 3 Private Limited	8.65% (March 31, 2025 - 8.15% - 8.95%)	The loan shall be repaid within a period of 180 days (March 31, 2025 -The loan shall be repaid within a period of 2 years)	807.74	1,069.48
First Energy 4 Private Limited	8.15% - 8.95% (March 31, 2025 - 8.15% - 8.95%)	The loan shall be repaid within a period of 1 year (March 31, 2025 - The loan shall be repaid within a period of 180 days)	1,291.13	1,027.03
First Energy 5 Private Limited	8.00% - 9.00% (March 31, 2025 - 8.15% - 8.65%)	The loan shall be repaid within a period of 180 days (March 31, 2025 - The loan shall be repaid within a period of 180 days)	5,318.90	1,602.16
First Energy 6 Private Limited	8.00% - 9.00% (March 31, 2025 - 8.15% - 8.95%)	The loan shall be repaid within a period of 1 year (March 31, 2025 - The loan shall be repaid within a period of 180 days)	2,130.00	1,337.47
First Energy 7 Private Limited	8.00% - 8.95% (March 31, 2025 - 8.15% - 8.95%)	(March 31, 2025 - Loan shall be repaid within a period of 180 days)	-	31.47
First Energy 8 Private Limited	8.15% - 9.00% (March 31,2025 - 8.15% - 8.95%)	The loan shall be repaid within a period of 1 year (March 31, 2025 - The loan shall be repaid within a period of 180 days)	14,463.05	24,769.80
First Energy 9 Private Limited	7.75% - 8.95% (March 31, 2025 8.15% - 8.95%)	The loan shall be repaid within a period of 180 days (March 31, 2025 - The loan shall be repaid within a period of 180 days)	13.00	954.42
First Energy 10 Private Limited	7.95% (March 31, 2025 - 8.15% - 8.95%)	The loan shall be repaid within a period of 1 year (March 31, 2025 - The loan shall be repaid within a period of 1 year)	3,746.01	12.30

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Name of the entity	Rate of interest	Place of business/ Country of incorporation	Ownership interest	
			March 31, 2026	March 31, 2025
First Energy 11 Private Limited	8.65%	The loan shall be repaid within a period of 180 days	10,939.07	-
First Energy 14 Private Limited	8.65%	The loan shall be repaid within a period of 180 days	1.00	-
Jalansar Wind Energies Private Limited	7.51% - 8.45% (March 31, 2025 - 8.45%)	The loan shall be repaid within a period of 180 days (March 31, 2025 - The loan shall be repaid within a period of 180 days)	24.34	22.84
Kanakal Wind Energies Private Limited	7.51% - 8.45% (March 31, 2025 - 8.15%- 8.45%)	The loan shall be repaid within a period of 180 days (March 31, 2025 - Loan shall be repaid within a period of 180 days)	9.33	8.76

Note: The purpose of the loan is for capital expenditure or working capital or both as maybe applicable for respective entities.

b) Disclosure of loans given to/ investment made in subsidiary company from the funds received from funding party.

For March 31, 2026:

Name of the funding party	Amount received from funding party	Date of funding	Nature of transactions	Name of the beneficiary	Amount invested in/ loan to the beneficiary	Date of further investment into beneficiary	Nature of transactions
Thermax Limited	1,800	May 27, 2025	Equity	First Energy 12 Private Limited	800	May 27, 2025	Equity
				First Energy 10 Private Limited	1,000	May 27, 2025	
	1,400	June 10, 2025		First Energy 11 Private Limited	3,400	June 12, 2025	
	2,000	June 10, 2025					
	500	June 20, 2025		First Energy 11 Private Limited	2,999	June 27, 2025	
	2,499	June 20, 2025					
	2,000	June 23, 2025		First Energy 11 Private Limited	2,000	June 24, 2025	
	2,500	July 30, 2025		First Energy 10 Private Limited	123	July 30, 2025	
	2,500	July 30, 2025		First Energy 10 Private Limited	5,377	July 31, 2025	
	500	July 30, 2025					
	2,500	August 13, 2025		First Energy 10 Private Limited	6,000	August 14, 2025	
	2,500	August 13, 2025					
	1,000	August 13, 2025					
	125	May 21, 2025	Loan	First Energy TN1 Private Limited	125	May 21, 2025	Loan
	700	May 21, 2025		First Energy 5 Private Limited	700	May 21, 2025	
	700	May 29, 2025		First Energy 8 Private Limited	700	May 29, 2025	
	100	May 29, 2025		First Energy 5 Private Limited	100	May 29, 2025	
	125	June 27, 2025		First Energy 5 Private Limited	125	June 27, 2025	
	278	June 27, 2025		First Energy TN1 Private Limited	278	June 27, 2025	
	95	July 11, 2025		First Energy 3 Private Limited	70	July 11, 2025	
				First Energy 9 Private Limited	25	July 11, 2025	
	380	July 21, 2025		First Energy 8 Private Limited	80	July 22, 2025	
				First Energy 8 Private Limited	300	July 22, 2025	
	150	July 21, 2025		First Energy 5 Private Limited	150	July 22, 2025	
	200	July 28, 2025		First Energy 5 Private Limited	200	July 28, 2025	
	30	July 28, 2025		First Energy TN1 Private Limited	30	July 28, 2025	
	370	July 28, 2025		First Energy 8 Private Limited	370	July 28, 2025	
	450	August 4, 2025		First Energy 8 Private Limited	400	August 4, 2025	
				First Energy 8 Private Limited	50	August 4, 2025	
	1,265	August 5, 2025		First Energy 8 Private Limited	1,265	August 6, 2025	
	430	August 12, 2025		First Energy 5 Private Limited	430	August 13, 2025	
	1,680	August 26, 2025		First Energy 7 Private Limited	4,180	August 26, 2025	
	2,500	August 26, 2025					
	270	August 28, 2025		First Energy 8 Private Limited	270	August 28, 2025	
	250	August 28, 2025		First Energy 4 Private Limited	180	August 28, 2025	
				First Energy 6 Private Limited	70	August 28, 2025	
	300	September 1, 2025		First Energy 8 Private Limited	300	September 1, 2025	
	100	September 8, 2025		First Energy 6 Private Limited	100	September 9, 2025	
	1,250	September 9, 2025		First Energy 8 Private Limited	1,250	September 9, 2025	
	400	September 26, 2025		First Energy 8 Private Limited	5,400	September 26, 2025	
	2,500	September 26, 2025					
	2,500	September 26, 2025					

First Energy Private Limited

Notes to the standalone financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Name of the funding party	Amount received from funding party	Date of funding	Nature of transactions	Name of the beneficiary	Amount invested in/ loan to the beneficiary	Date of further investment into beneficiary	Nature of transactions
	50	September 29, 2025		First Energy 6 Private Limited	50	September 29, 2025	
	130	September 29, 2025		First Energy 5 Private Limited	130	September 29, 2025	
	650	October 7, 2025	Loan	First Energy 8 Private Limited	650	October 7, 2025	
	350	October 7, 2025		First Energy 6 Private Limited	350	October 7, 2025	
	1,200	October 9, 2025		First Energy 8 Private Limited	1,200	October 9, 2025	
	2,200	October 10, 2025		First Energy 11 Private Limited	4,200	October 10, 2025	
	2,000	October 10, 2025					
	200	October 15, 2025		First Energy 5 Private Limited	200	October 16, 2025	
	9,110	October 28, 2025		First Energy 8 Private Limited	4,805	October 28, 2025	
				First Energy 5 Private Limited	1,602	October 28, 2025	
				First Energy TN1 Private Limited	2,703	October 28, 2025	
	250	October 29, 2025		First Energy 5 Private Limited	250	October 29, 2025	
	300	October 29, 2025		First Energy 11 Private Limited	300	October 29, 2025	
	505	October 31, 2025		First Energy 8 Private Limited	505	October 31, 2025	
	1,200	November 7, 2025		First Energy 8 Private Limited	550	November 7, 2025	
				First Energy 8 Private Limited	180	November 27, 2025	
				First Energy 5 Private Limited	350	November 18, 2025	
				First Energy 5 Private Limited	120	November 27, 2025	
	300	November 20, 2025		First Energy 8 Private Limited	95	November 27, 2025	
				First Energy 5 Private Limited	120	November 27, 2025	
				First Energy 8 Private Limited	85	November 27, 2025	
	80	December 5, 2025		First Energy 8 Private Limited	30	December 6, 2025	
				First Energy 11 Private Limited	50	December 6, 2025	
	550	December 9, 2025		First Energy 8 Private Limited	550	December 10, 2025	
	40	December 11, 2025		First Energy 11 Private Limited	40	December 11, 2025	
	50	December 12, 2025		First Energy 8 Private Limited	50	December 12, 2025	
	53	December 12, 2025		First Energy 6 Private Limited	53	December 12, 2025	
	200	December 15, 2025		First Energy 8 Private Limited	100	December 15, 2025	
				First Energy 8 Private Limited	100	December 15, 2025	
	400	December 16, 2025		First Energy 11 Private Limited	400	December 16, 2025	
	470	December 29, 2025		First Energy 11 Private Limited	470	December 29, 2025	
	20	December 30, 2025		First Energy 6 Private Limited	20	December 30, 2025	
	130	December 30, 2025		First Energy 5 Private Limited	130	December 30, 2025	
	125	December 30, 2025		First Energy 11 Private Limited	125	December 30, 2025	
	47	January 1, 2026		First Energy TN1 Private Limited	47	January 1, 2026	
	139	January 1, 2026		First Energy 8 Private Limited	139	January 1, 2026	
	255	January 12, 2026		First Energy 11 Private Limited	255	January 13, 2026	
	300	January 13, 2026		First Energy 5 Private Limited	300	January 13, 2026	
	25	January 21, 2026		First Energy 6 Private Limited	25	January 22, 2026	
	170	January 29, 2026		First Energy 5 Private Limited	170	January 29, 2026	
	800	January 29, 2026		First Energy 11 Private Limited	800	January 29, 2026	
	200	February 5, 2026		First Energy 11 Private Limited	200	February 5, 2026	
	250	February 5, 2026		First Energy 8 Private Limited	250	February 5, 2026	
	100	February 6, 2026		First Energy 11 Private Limited	100	February 6, 2026	
	500	February 6, 2026		First Energy 11 Private Limited	500	February 6, 2026	
	100	February 10, 2026		First Energy 11 Private Limited	100	February 10, 2026	

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Disclosure of loans given to/ investment made in subsidiary company from the funds received from funding party.

For March 31, 2026:

Name of the funding party	Amount received from funding party	Date of funding	Nature of transactions	Name of the beneficiary	Amount invested in/ loan to the beneficiary	Date of further investment into beneficiary	Nature of transactions
Thermax Limited	6,140	February 13, 2026	Loan	First Energy 11 Private Limited	1,500	February 13, 2026	Loan
				First Energy 11 Private Limited	1,500	February 13, 2026	
				First Energy 11 Private Limited	1,500	February 13, 2026	
				First Energy 11 Private Limited	1,500	February 13, 2026	
				First Energy 11 Private Limited	140	February 13, 2026	
	1,440	February 17, 2026		First Energy 10 Private Limited	1,440	February 17, 2026	
	580	February 17, 2026		First Energy 11 Private Limited	580	February 17, 2026	
	330	February 18, 2026		First Energy 11 Private Limited	330	February 18, 2026	
	280	February 20, 2026		First Energy 11 Private Limited	280	February 20, 2026	
	651	February 26, 2026		First Energy 11 Private Limited	651	February 26, 2026	
	200	February 26, 2026		First Energy 11 Private Limited	200	February 26, 2026	
	250	February 26, 2026		First Energy 8 Private Limited	250	February 26, 2026	
	336	March 2, 2026		First Energy 11 Private Limited	336	March 2, 2026	
	480	March 2, 2026		First Energy 11 Private Limited	480	March 2, 2026	
	500	March 4, 2026		First Energy 11 Private Limited	500	March 4, 2026	
	1,292	March 6, 2026		First Energy 11 Private Limited	1,292	March 6, 2026	
	100	March 6, 2026		First Energy 8 Private Limited	100	March 6, 2026	
	480	March 6, 2026		First Energy 11 Private Limited	480	March 6, 2026	
	750	March 9, 2026		First Energy 11 Private Limited	750	March 9, 2026	
	500	March 9, 2026		First Energy 10 Private Limited	500	March 9, 2026	
	814	March 9, 2026		First Energy 11 Private Limited	814	March 9, 2026	
	150	March 12, 2026		First Energy 5 Private Limited	150	March 12, 2026	
	100	March 17, 2026		First Energy 3 Private Limited	100	March 17, 2026	
	100	March 17, 2026		First Energy 8 Private Limited	100	March 17, 2026	
	1,750	March 20, 2026		First Energy 8 Private Limited	1,500	March 21, 2026	
				First Energy 8 Private Limited	250	March 21, 2026	
	1,100	March 25, 2026		First Energy 11 Private Limited	1,100	March 25, 2026	
	150	March 27, 2026		First Energy 11 Private Limited	100	March 27, 2026	
				First Energy 11 Private Limited	50	March 27, 2026	
	421	March 30, 2026		First Energy 11 Private Limited	421	March 30, 2026	
	65	March 30, 2026		First Energy 8 Private Limited	65	March 30, 2026	
	75	March 30, 2026		First Energy 11 Private Limited	75	March 30, 2026	
	250	March 30, 2026		First Energy 8 Private Limited	250	March 30, 2026	
	30	March 30, 2026		First Energy 5 Private Limited	30	March 30, 2026	
Loan from Banks	367	March 26, 2025	Loan	First Energy 8 Private Limited	117	April 17, 2025	Loan
				First Energy 8 Private Limited	250	April 24, 2025	
	650	April 7, 2025		First Energy 8 Private Limited	650	April 7, 2025	
	9,050	April 28, 2025		First Energy 8 Private Limited	9,050	April 28, 2025	
	500	May 2, 2025		First Energy 8 Private Limited	500	May 2, 2025	
	300	May 21, 2025		First Energy 8 Private Limited	300	May 21, 2025	
	791	March 30, 2026		First Energy 10 Private Limited	791	March 30, 2026	
	285	December 31, 2025		First Energy 11 Private Limited	285	December 31, 2025	
	1,000	March 31, 2026		First Energy 10 Private Limited	1,000	March 31, 2026	

First Energy Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

31 Related party disclosures

A Ultimate Holding Compan

Sr No.	Name of the entity	Place of business/ Country of incorporation
1	RDA Holdings Private Limited	India

B Holding Company

Sr No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Limited	India

C Subsidiaries

Unless otherwise stated, the subsidiaries have share capital consisting solely of equity shares that are held directly or indirectly by the Company, and the proportion of ownership interests held equals the voting rights held by the Company. The country of incorporation or registration is also their principal place of business.

Sr. No.	Name of the entity	Place of business/ Country of incorporation	Ownership interest	
			March 31, 2026	March 31, 2025
1	First Energy TN 1 Private Limited (incorporated on January 29, 2022)***	India	100.00%	100.00%
2	First Energy 2 Private Limited (incorporated on March 30, 2022)*	India	100.00%	100.00%
3	First Energy 3 Private Limited (incorporated on May 05, 2022)*	India	100.00%	100.00%
4	First Energy 4 Private Limited (incorporated on December 07, 2022)*	India	100.00%	100.00%
5	First Energy 5 Private Limited (incorporated on December 13, 2022)*	India	100.00%	100.00%
6	First Energy 6 Private Limited (incorporated on March 23, 2023)*	India	100.00%	100.00%
7	First Energy 7 Private Limited (incorporated on March 26, 2023)***	India	100.00%	100.00%
8	First Energy 8 Private Limited (incorporated on August 10, 2023)**	India	100.00%	100.00%
9	First Energy Nine Private Limited (incorporated on February 01, 2024)#	India	100.00%	100.00%
10	First Energy 10 Private Limited (incorporated on March 23, 2024)	India	100.00%	100.00%
11	First Energy 11 Private Limited (incorporated on July 29, 2024)##	India	100.00%	100.00%
12	First Energy 12 Private Limited (incorporated on May 5, 2025)	India	100.00%	Not applicable
13	First Energy 14 Private Limited (incorporated on May 24, 2025)	India	100.00%	Not applicable
14	First Energy 15 Private Limited (incorporated on December 16, 2025)	India	100.00%	Not applicable
15	Jalansar Wind Energy Private Limited (w.e.f. June 22, 2022)*	India	100.00%	100.00%
16	Kanakal Wind Energy Private Limited (w.e.f. June 22, 2022)*	India	100.00%	100.00%

*Includes 26% shares held by non-controlling shareholders for which Non-controlling interests have not been recognised as the Group has assessed that there is no risk reward relationship attributable to them.

** Includes 27% shares held by non-controlling shareholders for which Non-controlling interests have not been recognised as the Group has assessed that there is no risk reward relationship attributable to them.

***Includes 29% shares held by non-controlling shareholders for which Non-controlling interests have not been recognised as the Group has assessed that there is no risk reward relationship attributable to them.

Includes 30% shares held by non-controlling shareholders for which Non-controlling interests have not been recognised as the Group has assessed that there is no risk reward relationship attributable to them.

Includes 31% shares held by non-controlling shareholders for which Non-controlling interests have not been recognised as the Group has assessed that there is no risk reward relationship attributable to them.

D Companies under common control (with whom there have been transactions during the year)

1 Thermax Onsite Energy Solutions Limited

2 Thermax Babcock & Wilcox Energy Solutions Private Limited

E Key Management Personnel:

1 Mr. Ashish Bhandari - Director

2 Mr. Rajendran Arunachalam - Director

3 Mr. Hemant Mohgaonkar - Director (till November 27, 2024)

4 Ms. Meher Pheroz Pudumjee- Director

5 Mr. Arun Unni - Director (w.e.f. November 27, 2024)

6 Mr. Ravi Damaraju - Chief Executive Officer

7 Mr. Mitish Somani - Chief Financial Officer (till April 5, 2024)

8 Mr. Sumit Rathi - Chief Financial Officer (w.e.f. May 6, 2024)

9 Ms. Sampada Sakhare - Company Secretary (till February 7, 2025)

10 Mr. Pranav Pimpale - Company Secretary (w.e.f April 30, 2025)

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

F Transactions with Related parties:

	Immediate Holding Company		Others		Companies under common control		Key Management Personnel		Total	
	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025
Share subscribed	22,700.00	1,533.00	-	-	-	-	-	-	**22,700.00**	**1,533.00**
Share application money received	-	1,000.00	-	-	-	-	-	-	**-**	**1,000.00**
Investments in subsidiaries	-	-	21,701.00	2,534.00	-	-	-	-	**21,701.00**	**2,534.00**
Borrowings availed	61,261.44	38,006.83	-	-	-	-	-	-	**61,261.44**	**38,006.83**
Loans given	-	-	60,266.07	40,898.30	-	-	-	-	**60,266.07**	**40,898.30**
Borrowings repaid (Outward)	58,061.10	51,129.53	-	-	-	-	-	-	**58,061.10**	**51,129.53**
Loan repayment received	-	-	55,681.38	25,511.56	-	-	-	-	**55,681.38**	**25,511.56**
Reimbursement of expenses received	-	-	345.05	90.64	-	-	-	-	**345.05**	**90.64**
Reimbursement of expenses paid (including management fees as disclosed in note 26)	370.70	246.73	-	-	-	-	-	-	**370.70**	**246.73**
Interest expense on intercorporate loan	1,448.93	1,861.14	-	-	-	-	-	-	**1,448.93**	**1,861.14**
Interest Income	-	-	3,428.88	1,825.00	-	-	-	-	**3,428.88**	**1,825.00**
Revenue from services	-	-	2,715.92	1,614.71	-	-	-	-	**2,715.92**	**1,614.71**
Revenue from projects	23.14	88.62	637.40	1,685.20	-	4.55	-	-	**660.54**	**1,778.37**
Other Income			52.14	-	-	-	-	-	**52.14**	**-**
Remuneration to key management personnel*	-	-	-	-	-	-	449.65	42.06	**449.65**	**42.06**

* Does not include provision made for gratuity and leave encashment since the same is calculated for all employee of the company as a whole.

Related party transactions of sale of products and services, loan given and loan repaid includes transactions pertaining to the following subsidiaries with whom the transactions are considered to be individually significant (percentage of the transactions being 10% or more of the total of transactions of the same type given in note 'F' above):

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Revenue from services		
First Energy TN 1 Private Limited	16.99	14.82
First Energy 5 Private Limited	75.42	472.88
First Energy 8 Private Limited	24.30	676.27
First Energy 2 Private Limited	6.81	-
First Energy 3 Private Limited	67.34	-
First Energy 4 Private Limited	39.14	-
First Energy 6 Private Limited	24.08	-
First Energy 7 Private Limited	11.22	-
First Energy Nine Private Limited	4.81	-
Jalansar Wind Energy Private Limited	3.53	-
Kanakal Wind Energy Private Limited	4.02	-
First Energy 10 Private Limited	999.95	
First Energy 11 Private Limited	1,438.31	
Revenue from projects		
First Energy TN 1 Private Limited	637.40	1,685.20
Interest Income		
First Energy TN 1 Private Limited	238.34	117.79
First Energy 2 Private Limited	19.49	20.13
First Energy 3 Private Limited	72.49	192.62
First Energy 4 Private Limited	95.05	37.39
First Energy 5 Private Limited	304.56	65.36
First Energy 6 Private Limited	141.59	59.20
First Energy 7 Private Limited	29.72	20.06
First Energy 8 Private Limited	2,148.96	1,268.18
First Energy Nine Private Limited	64.95	41.58
First Energy 10 Private Limited	17.47	0.34
First Energy 11 Private Limited	293.97	-
Jalansar Wind Energy Private Limited	1.64	1.69
Kanakal Wind Energy Private Limited	0.65	0.66
Loans given		
First Energy TN 1 Private Limited	750.16	-
First Energy 3 Private Limited	173.05	-
First Energy 4 Private Limited	180.00	818.00
First Energy 5 Private Limited	3,535.00	3,611.85
First Energy 6 Private Limited	668.00	1,144.50
First Energy 7 Private Limited	4,180.00	-
First Energy 8 Private Limited	23,663.95	28,056.45
First Energy Nine Private Limited	93.00	-
First Energy 10 Private Limited	3,757.92	-
First Energy 11 Private Limited	23,263.99	-
First Energy 14 Private Limited	1.00	-
Loan repayment received		
First Energy TN 1 Private Limited	3,168.00	-
First Energy 3 Private Limited	457.27	-
First Energy 5 Private Limited	-	16,779.41
First Energy 6 Private Limited	-	670.28
First Energy 7 Private Limited	4,210.15	2,460.85
First Energy 8 Private Limited	34,403.53	3,320.00
First Energy 9 Private Limited	997.00	-
First Energy 10 Private Limited	39.00	-
First Energy 11 Private Limited	12,406.43	-

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Investments in subsidiaries		
First Energy 8 Private Limited	-	1,200.00
First Energy Nine Private Limited	-	333.00
First Energy 10 Private Limited	12,500.00	1,000.00
First Energy 11 Private Limited	8,399.00	1.00
First Energy 12 Private Limited	800.00	-
First Energy 14 Private Limited	1.00	-
First Energy 15 Private Limited	1.00	-

G Balances as at the year end

	Holding Company		Subsidiaries		Entities Controlled by Holding Company		Key Management Personnel		Total	
	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025	March 31, 2025
Loans	-	-	39,835.19	34,244.12	-	-	-	-	**39,835.19**	**34,244.12**
Investments in equity instruments (net of impairment expense)	-	-	53,918.75	35,886.80	-	-	-	-		
Trade receivable	0.71	13.26	632.66	1,091.62	0.01	1.26	-	-	**633.38**	**1,106.13**
Trade payables	223.79	646.25	-	-	-	-	-	-	**223.79**	**646.25**
Borrowings	9,763.14	6,115.48	-	-	-	-	-	-	**9,763.14**	**6,115.48**
Unbilled revenue	-	12.66	-	116.36	-	-	-	-	**-**	**129.02**
Other Receivables	-	-	-	101.45	-	-	-	-	**-**	**101.45**
Interest Accrued Receivable	-	-	-		-	-	-	-	**-**	**-**
Capital Creditor	-	-	-	-	-	-	-	-	**-**	**-**
Advance Given	-	-	-	-	-	-	-	-	**-**	**-**
Advance Given	-	-	-	-	-	-	-	-	**-**	**-**
Advance taken	-	-	-	-	-	-	-	-	**-**	**-**
Interest Accrued			-	-	-	-	-	-	**-**	**-**
Salary Payable	-	-	-	-	-	-	-	-	**-**	**-**
Short term employment benefits		-	-	-			55.42	273.98	**55.42**	**273.98**
Provision for long term incentive*	-	-	-	-	-	-	338.10	212.39	**338.10**	**212.39**

* Does not include gratuity and leave encashment since the same is calculated for all employee of the company as a whole.

Terms and conditions for outstanding balances

1 All outstanding balances are unsecured and interest free except for borrowings, and payable in cash. For details of interest on borrowings and loans, refer note 15.

2 Key Management Personnel Compensation

Particulars	As at March 31, 2026	As at March 31, 2025
Short term employment benefits	55.42	273.98
Long-term employee benefits	338.10	(231.92)

32 Segment information

In accordance with paragraph 4 of Ind - AS 108 "Operating Segments", the Company has disclosed segment information only in the consolidated financial statements.

33. I. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	March 31, 2026	March 31, 2025
Borrowings	40,163.14	35,615.48
Trade payable	561.41	1,073.75
Other liabilities	348.36	268.23
Total	**41,072.91**	**36,957.46**
Current liabilities	38,603.26	34,988.00
Non-current liabilities	2,469.65	1,969.46
Total	**41,072.91**	**36,957.46**

Notes to the standalone financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Break-up of financial assets carried at amortised cost

Particulars	March 31, 2026	March 31, 2025
Trade receivables	701.61	1,164.72
Loans	39,835.19	34,244.12
Finance lease receivable	202.93	227.46
Other financial assets	241.46	213.59
Cash and cash equivalents	207.49	827.65
Total	**41,188.68**	**36,677.54**
Current assets	40,031.01	36,327.32
Non-current assets	1,157.67	350.22
Total	**41,188.68**	**36,677.54**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Break-up of financial assets carried at fair value through profit and loss

Particulars	March 31, 2026	March 31, 2025
Financial assets		
Investments		
Mutual funds	231.45	101.04
Total financial assets (Current)	**231.45**	**101.04**

Investment from subsidiaries is excluded since it is accounted as per cost model as prescribed under para 10 of IND AS 27 Separate Financial Statements.

II. Fair value hierarchy

Accounting Policy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

	Date of valuation	Level 1	Level 2	Level 3
Financial assets				
Investments				
Mutual funds	March 31, 2026	231.45	-	-

	Date of valuation	Level 1	Level 2	Level 3
Financial assets				
Investments				
Mutual funds	March 31, 2025	101.04	-	-

Level I: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level II: The Fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level III: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of NAV based on report issued by mutual fund house.

34 Financial risk management

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents. The Company also holds investments measured at fair value through profit and loss.

"Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. No significant changes were made in the risk management objectives and policies during the years ended March 31, 2026 and March 31, 2025. The management of the Company reviews and agrees policies for managing each of these risks which are summarised below:"

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and price risk. The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Change in interest rate is not expected to have any material impact on the Company's loss before tax as the Company does not have variable rate borrowing.

b Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD.

Foreign exchange risk is managed on the basis of limits determined by management and a continuous assessment of current and expected exchange rate movements. The exposure to other foreign currencies is not significant to the Company's financial statements.

c Price risk

The Company's investments are susceptible to market price risk arising from uncertainties about future values of the investment securities. These securities are unquoted. The Company manages the price risk through placing limits on individual and total equity/mutual fund instruments. Reports on the investment portfolio are submitted to the management on a regular basis. The Company is not currently exposed significantly to such risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables, lease receivable and contract assets) and from its investing activities including deposits with banks, loans to subsidiaries and other financial instruments.

Trade receivables and contract assets

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits and risk of potential default based on defined credit risk parameters. An impairment analysis is performed at each reporting date on an individual basis for major clients. The calculation is based on losses as per historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. For details of charge of Impairment of trade receivables and unbilled revenue refer note 9 and 26.

Expected credit loss for trade receivables under simplified approach

Trade receivables	As at March 31, 2026		
	Gross	Expected loss rate	Expected loss allowance
Unbilled	-	0%	-
Outstanding for following periods from the due date			
Not due	248.94	0%	-
Less than 6 months	159.89	0%	-
More than 6 months	385.37	24%	92.59
Total	**794.20**		**92.59**

Trade receivables	As at March 31, 2025		
	Gross	Expected loss rate	Expected loss allowance
Unbilled	-	0%	-
Outstanding for following periods from the due date			
Not due	8.93	0%	-
Less than 6 months	1,109.52	0%	-
More than 6 months	104.58	56%	58.31
Total	**1,223.03**		**58.31**

Expected credit loss for contract assets under simplified approach

Contract assets	As at March 31, 2026			As at March 31, 2025		
	Gross	Expected loss rate	Expected loss allowance	Gross	Expected loss rate	Expected loss allowance
Not due	6.36	0%	-	155.57	0%	-
Less than 6 months	-	0%	-	-	0%	-
6 months - 1 year	-	0%	-	-	0%	-
Total	**6.36**		**-**	**155.57**		**-**

Other financial assets carried at amortised cost

Company's exposure to other financial asset includes security deposits and lease receivable which is considered to be low risk. No loss allowance is required to be recognised for the same.

Loans to subsidiaries

Credit risk relating to loan to subsidiaries is managed by the Company's finance department. In calculating expected credit loss, the Company considers historic loss data of borrower and adjusts for forward-looking macroeconomic data. Basis the assessment performed, there is no charge of impairment to Standalone Statement of Profit and Loss.

Balances with Banks

Credit risk from balances with banks is managed by the Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

As at March 31, 2026	On demand	<1 year	1 to 3 years	> 3 years
Non- derivative				
Borrowings	411.62	37,313.53	1,057.99	1,380.00
Lease Liabilities	-	137.21	570.63	-
Trade Payables	-	561.41	-	-
Other payables	-	316.70	31.66	-

As at March 31, 2025	On demand	<1 year	1 to 3 years	> 3 years
Non- derivative				
Borrowings	411.62	33,260.86	1,943.00	-
Lease Liabilities	-	124.62	94.11	-
Trade Payables	-	1,073.75	-	-
Other payables	-	241.77	26.46	-

Notes to the standalone financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

35 Analytical ratios

Sr. No.	Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current assets	Current liabilities	1.03	1.04	0%	Not applicable
2	Debt-Equity Ratio	Total debt	Shareholder's equity	0.73	0.98	-26%	Decrease due to increase in shareholder's equity during the year
3	Debt Service Coverage Ratio	Earnings available for debt service (Net loss after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest)	Debt service (Interest & Lease payments + Principal repayments)	0.01	0.03	-70%	Due to higher repayment of borrowings and interest cost, impacted debt service coverage ratio
4	Return on Equity Ratio	Net loss after taxes before exceptional items	Average shareholder's equity	(0.06)	(0.01)	378%	The return on equity and net profit ratio have been impacted due to an increase in overall expenses, primarily driven by higher finance costs and other expenses during the period.
5	Inventory Turnover Ratio	Sale of goods	Average inventory	Not applicable	Not applicable	Not applicable	No inventory at the end of the year
6	Trade Receivables Turnover Ratio	Total sales	Average trade receivable	3.79	4.48	-15%	Not applicable
7	Trade Payables Turnover Ratio	Net credit purchases	Average trade payables	4.12	3.47	19%	Not applicable
8	Net Capital Turnover Ratio	Total sales	Average working capital	2.78	13.74	-80%	Due to reduction in sales
9	Net Profit Ratio	Total net profit (before tax)	Total sales	-76.63%	-8.98%	753%	Due to increase in losses
10	Return on Capital Employed	Earning before interest and taxes	Capital employed	0.77%	2.04%	-62%	Due to increase in share capital and borrowings
11	Return on Investment	Investment income	Average investment	9.2%	6.9%	34%	Due to increase in average investment

Working Capital = Current assets less Current liabilities
Capital employed = Tangible Net worth + total debt
"Average = ((Opening + Closing) / 2))"

36. Capital management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. No changes were made in the objectives, policies or processes during the years ended March 31, 2026 and March 31, 2025. Capital represents equity attributable to equity holders of the Company.

The Company monitors capital using a gearing ratio which is net debt/ obligation dividend by total equity. The Company's policy is to keep the gearing ratio optimum.

Particulars	March 31, 2026	March 31, 2025
Borrowings including accrued interest	(40,163.14)	(35,615.48)
Lease liabilities	(573.41)	(204.74)
Less: Cash and cash equivalents (includes other bank balances)	207.49	827.65
Net Debt	**(40,529.06)**	**(34,992.57)**
Equity	54,940.96	35,961.70
Net Debt to Equity	**(0.74)**	**(0.97)**

* Variation majorly on account of significant increase in debt and reduction in cash and cash equivalent and equity on account of losses during the year.

37. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current and previous year.

(iv) There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has working capital limits of more than Rs. 5 crores. however, the company is required to file monthly returns or statement of current assets with the banks.

(vi) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vii) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(viii) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

Notes to the standalone financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

38. Utilisation of borrowed funds and share premium

The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, 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

The Company has not received any funds except as mentioned in note 30, from any person or entity, 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.

39. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of boo ks of account maintained in electronic mode on servers located in India.

40. In the Previous year, the Company revisited the model for recharging direct cost incurred by the company to the subsidiaries and has charged EPC and EPC project management fees for under construction projects and management service fees for operational projects to the subsidiaries. EPC fees are charged as per the scope of the work agreed and EPC project management fees are charged as a percentage of total assets which will vary depending upon the scope of work and project value. Management service fees are charged as a percentage of Operating and Maintenance cost incurred by respective subsidiaries. Refer note 31 for details of revenue charged to subsidiaries.

41. The Company has entered into a Share Purchase Agreement (SPA) with the former owners of Onix Two Enersol Private Limited (OTEPL) on September 6, 2024, to acquire 100% of OTEPL's shares for INR 1 lakh. The agreement specified certain precedent conditions that were to be fulfilled by October 5, 2024. These conditions remained unfulfilled and a further extension of six months was granted. These conditions were not complied even in the extended period. Accordingly in previous years, the acquisition did not consummate and hence not considered as an investment in the standalone financial statements and disclosed in other financial assets. On January 2, 2026, the Company entered into an agreement to transfer the OTEPL shares back to the original sellers for a consideration of INR 1 lakh. Pursuant to this agreement, the shares were duly transferred and the consideration was received by the Company, thereby resulting in the closure of this acquisition.

42. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes.

43 Previous period figures have been regrouped/reclassified to conform to current year's classification. These mainly include:

Particulars	Previously reported amount - Year ended March 31, 2025	Effect of reclassification	Revised Amount
		Interest accrued classified to Financial instruments	
Borrowings (Current)	33,386.40	286.08	33,672.48
Other financial liabilities (Current)	527.85	(286.08)	241.77
Loans	33,886.50	257.62	34,144.12
Other financial assets (Current)	381.94	(257.62)	124.32

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No.: 125557

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
Date : May 04, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of First Energy Private Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of First Energy Private Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") (refer Note 30 to the consolidated financial statements), which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income) , the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information (hereinafter referred to as "the consolidated financial statements").

2. 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 accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, and consolidated total comprehensive income (comprising of loss and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit 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 Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report but does not include the consolidated financial statements and our auditor's report thereon.

   Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

5. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. 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 the assets of the Group, and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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 Board of Directors of the Holding Company, as aforesaid.

6. 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 the respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the respective companies or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

8. 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.

9. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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 company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated 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.

10. 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.

11. 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.

Report on Other Legal and Regulatory Requirements

12. As required by paragraph 3(xxi) of the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we report that there are no qualifications or adverse remarks included in the CARO 2020 report issued by us in respect of the standalone financial statements of the Holding Company and by the respective auditors in their CARO 2020 reports issued in respect of the financial statements of the companies which are included in these Consolidated Financial Statements, to whom CARO 2020 is applicable.

13. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

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

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended)

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated 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 of the Holding Company as on March 31, 2026 taken on the record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries incorporated in India whose audit under Section 143 of the Act has been completed, none of the directors of the Group companies incorporated in India 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

(g) With respect to the adequacy of internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiaries incorporated in India and the operating effectiveness of such controls, refer to our separate report in Annexure A.

(h) 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. There were no pending litigations which would impact the consolidated financial position of the Group.

ii. The Group was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian accounting standards, as it does not have any material foreseeable losses on long-term contract. The Group did not have any long term derivative contracts as at March 31, 2026.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiaries incorporated in India during the year ended March 31, 2026.

iv. (a) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose consolidated financial statements have been audited under the Act have represented to us that, to the best of their knowledge and belief, as disclosed in Note 41 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries 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 Holding Company or any of such subsidiaries ("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 companies incorporated in India whose consolidated financial statements have been audited under the Act have represented to us that, to the best of their knowledge and belief, as disclosed in the Note 41 to the consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiaries 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 any of such subsidiaries 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.

(c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us, 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) contain any material misstatement.

v. The Holding Company and its subsidiaries incorporated in India, have not declared or paid any dividend during the year.

vi. Based on our examination, which included test checks, the Holding Company and its subsidiaries, have used an accounting software for maintaining their books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures other than aforesaid instance of audit trail not maintained where question of our commenting does not arise, we did not notice any instance of the audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Group as per the statutory requirements for record retention.

14. The Group has paid/ provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557

UDIN: 26125557EMSYNT8908
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy Private Limited on the consolidated financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. In conjunction with our audit of the consolidated financial statements of the company as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated financial statements of First Energy Private Limited (hereinafter referred to as "the Holding Company") and its subsidiaries which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiaries, to whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to consolidated financial statements is applicable, 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 company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

5. 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 system with reference to consolidated financial statements.

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

6. 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 consolidated 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 consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

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

Opinion

8. In our opinion, the Holding Company and its subsidiaries which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557

UDIN: 26125557EMSYNT8908
Place: Pune
Date: May 04, 2026

First Energy Private Limited

Consolidated Balance Sheet as at March 31, 2025

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
Non-current assets			
Property, plant and equipment	4 (a)	140,342.81	127,013.11
Capital work-in-progress	4 (a)	130,386.58	45,310.66
Right-of-use assets	4 (c)	7,573.41	1,733.79
Intangible assets	4 (d)	19.41	10.12
Financial assets			
(a) Finance lease receivables	29	136.42	160.95
(b) Other financial assets	5(a)	99.53	131.91
Income tax assets (net)	8(a)	710.57	281.95
Other non-current assets	6(a)	10,867.74	14,900.51
Total non-current assets		**290,136.47**	**189,543.00**
Current assets			
Financial assets			
(a) Investments	7	3,739.63	653.62
(b) Trade receivables	9	2,315.36	1,370.64
(c) Cash and cash equivalents	10(a)	6,454.40	4,187.55
(d) Bank Balance other than (c) above	10(b)	2,089.00	183.06
(e) Finance lease receivables	29	66.51	66.51
(f) Other financial assets	5(b)	1,687.05	1,712.74
Other current assets	6(b)	695.87	575.85
Total current assets		**17,047.82**	**8,749.97**
Total assets		**307,184.29**	**198,292.97**
Equity and liabilities			
Equity			
Equity share capital	11	64,631.64	41,931.64
Other equity	12	(10,016.14)	(5,710.74)
Total Equity		**54,615.50**	**36,220.90**
Liabilities			
Non-current liabilities			
Financial liabilities			
(a) Borrowings	13(a)	153,690.28	105,213.78
(b) Lease liabilities	18(a)	4,776.53	976.20
(c) Other financial liabilities	14(a)	5,228.34	3,335.34
Provisions	16(a)	615.89	417.12
Deferred tax liabilities (net)	8(b)	38.24	21.03
Other non-current liabilities	15(a)	117.51	124.55
Total non current liabilities		**164,466.79**	**110,088.02**
Current liabilities			
Financial liabilities			
(a) Borrowings	13(b)	57,872.42	45,984.38
(b) Lease liabilities	18(b)	371.05	226.80
(c) Trade payables	17		
i) total outstanding dues of micro enterprises and small enterprises		208.91	71.67
ii) total outstanding dues of other than micro enterprises and small enterprises		793.51	1,220.30
(d) Other financial liabilities	14(b)	26,897.45	3,287.16
Provisions	16(b)	1,489.54	114.52
Other current liabilities	15(b)	469.12	1,079.22
Total current liabilities		**88,102.00**	**51,984.05**
Total liabilities		**252,568.79**	**162,072.07**
Total equity and liabilities		**307,184.29**	**198,292.97**
Summary of material accounting policies	2		
Summary of critical accounting estimates and judgements	3		

The above consolidated balance sheet should be read in conjunction with the accompanying notes

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No.: 125557

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
Date : May 04, 2026

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Income			
Revenue from operations	19	14,104.85	10,649.44
Other income	20	553.02	330.44
Total Income		**14,657.87**	**10,979.88**
Expenses			
Cost of materials consumed	21	50.42	534.21
Purchase of stock-in-trade		-	200.02
Employee benefits expense	22	1,046.53	533.60
Finance costs	23	10,122.78	7,122.10
Depreciation, amortisation and impairment expense	24	5,828.76	4,188.26
Other expenses	25	5,644.24	2,583.46
Total expenses		**22,692.73**	**15,161.65**
Loss before exceptional items and tax		**(8,034.86)**	**(4,181.77)**
Exceptional Items	26	729.23	-
Loss before tax		(7,305.63)	(4,181.77)
Tax expense	8(c)		
Current tax		9.34	-
Deferred tax		17.21	(8.52)
Total tax expense		**26.55**	**(8.52)**
Loss for the year		**(7,332.18)**	**(4,173.25)**
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss		**22.40**	**22.85**
Re-measurement gains on post employment benefit obligations	16(c)	22.40	22.85
Total other comprehensive income for the year		**22.40**	**22.85**
Total comprehensive income for the year		**(7,309.78)**	**(4,150.40)**
Loss per equity share			
Basic and Diluted [Nominal Value per share Rs.10/-]	27	(1.30)	(1.00)
Summary of material accounting policies	2		
Summary of critical accounting estimates and judgements	3		

The accompanying notes are an integral part of these financial statements.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No.: 125557

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
Date : May 04, 2026

First Energy Private Limited

Consolidated Statement of Cash Flows for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except stated otherwise)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A)	**Cash flows used in operating activities**		
	Loss before tax	(7,305.63)	(4,181.77)
	Adjustments to reconcile loss before tax to net cash flows from operations		
	Depreciation/amortization on property, plant and equipment, right-of-use assets and intangible assets	5,828.76	4,188.26
	Interest income on bank deposits	(178.19)	(99.80)
	Net gain on financial instrument at fair value through profit and loss (net)	(233.96)	(104.11)
	Finance cost	10,122.79	7,122.10
	Provision for impairment allowance of financial assets (net)	34.28	297.42
	Bad debts written off	-	12.56
	Proceed from insurance claim	(3,719.00)	-
	Loss on sale of asset	991.24	-
	Impairment expenses on non current asset (including provision for capital advances)	3,394.83	-
	Provisions no longer required written back	(106.29)	(75.42)
	Working capital adjustments		
	(Increase)/decrease in trade receivables	(872.72)	581.08
	(Increase) in other financial assets	(123.02)	(279.23)
	Decrease in finance lease receivables	24.53	18.96
	(Increase) in other assets	(123.06)	(148.04)
	(Decrease) in trade payables	(289.55)	(0.75)
	Increase/(decrease) in provisions	1,596.19	(386.18)
	Increase in other financial liabilities	5.45	157.19
	Decrease in other liabilities	(617.15)	(568.60)
	Cash flows generated from operations	**8,429.50**	**6,533.67**
	Income Tax Refund	(437.95)	(49.05)
	Net cash inflow from operating activities	**7,991.55**	**6,484.62**
B)	**Cash flows used in investing activities**		
	Payments for Property, plant and equipment	(76,429.23)	(59,019.13)
	Payments for Intangible Assets	(22.21)	-
	Proceeds from sale of property, plant & equipment	228.29	14.79
	Proceed from Insurance Claim	3,719.00	-
	Initial direct cost pertaining to right-of-use assets and advance rent paid	(198.31)	(62.33)
	Investment in fixed deposit	(4,150.95)	(1,461.91)
	Redemption of fixed deposit	2,480.92	1,177.80
	Interest income received	123.36	110.19
	Payments for purchase of current investments	(24,373.05)	(8,114.29)
	Proceeds from sale of current investments	21,521.00	9,689.74
	Net cash flows used in investing activities	**(77,101.18)**	**(57,665.14)**

Consolidated Statement of Cash Flows for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except stated otherwise)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
C)	**Cash flows from financing activities**		
	Proceeds from issue of shares	21,700.01	1,533.00
	Share application money received pending allotment	-	1,000.00
	Proceeds from borrowings	182,958.77	143,169.25
	Repayment of borrowings	(122,981.06)	(81,390.32)
	Transaction cost on borrowings	(342.02)	(220.61)
	Interest paid	(13,070.98)	(11,621.69)
	Transactions with non-controlling interests	5,862.22	144.04
	Payment of lease liabilities	(2,425.80)	(49.52)
	Cost related to issue of own equity shares	(324.66)	(26.33)
	Net cash flows from financing activities	**71,376.48**	**52,537.82**
	Net increase in cash and cash equivalents	**2,266.85**	**1,357.30**
	Cash and cash equivalents at the beginning of the year	4,187.55	2,830.25
	Cash and cash equivalents at the end of the year	**6,454.40**	**4,187.55**

Reconciliation of cash and cash equivalents as per the statement of cash flows:

	Year ended March 31, 2025	Year ended March 31, 2025
Cash and cash equivalents (refer note 10)	6,454.40	4,187.55
Total cash and cash equivalents	**6,454.40**	**4,187.55**

The above Consolidated statement of cash flows has been prepared under the "indirect method" as set out in Ind AS 7 'Statement of cash flows'
Refer Note 13(b) for Net debt reconciliation
Summary of material accounting policies
Summary of critical accounting estimates and judgements
The accompanying notes are an integral part of these standalone financial statements
As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No.: 125557

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
Date : May 04, 2026

First Energy Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital

	Note	March 31, 2026	March 31, 2025
Balance at the beginning of the year	11	41,931.64	40,398.64
Changes in equity shares capital during the year	11	22,700.00	1,533.00
Balance at the end of the year		**64,631.64**	**41,931.64**

B Other Equity

Particulars	Reserves & Surplus			Share Application Money	Equity component of Compound Financial Instruments	Total Equity
	Securities premium	Retained earnings	Total			
As at April 1, 2024	**936.51**	**(3,824.42)**	**(2,887.91)**	**-**	**246.72**	**(2,641.19)**
Loss for the year	-	(4,173.25)	(4,173.25)	-	-	(4,173.25)
Other comprehensive income (Net)	-	22.85	22.85	-	-	22.85
Total Comprehensive Income for the year	**-**	**(4,150.40)**	**(4,150.40)**	**-**	**-**	**(4,150.40)**
Share application money received for allotment of shares	-	-	-	2,533.00	-	2,533.00
Shares allotted against the share application money received	-	-	-	(1,533.00)	-	(1,533.00)
Cost related to issue of own Equity Instruments	-	(26.33)	(26.33)	-	-	(26.33)
Transactions with Non-Controlling shareholders	-	107.18	107.18	-	-	107.18
As at March 31, 2025	**936.51**	**(7,893.97)**	**(6,957.46)**	**1,000.00**	**246.72**	**(5,710.74)**
Loss for the year	-	(7,332.18)	(7,332.18)	-	-	(7,332.18)
Other comprehensive income for the year	-	22.40	22.40	-	-	22.40
Total Comprehensive Income for the year	**-**	**(7,309.78)**	**(7,309.78)**	**-**	**-**	**(7,309.78)**
Share application money received for allotment of shares	-	-	-	21,700.00	-	21,700.00
Shares allotted against the share application money received	-	-	-	(22,700.00)	-	(22,700.00)
Cost related to issue of own Equity Instruments	-	(324.66)	(324.66)	-	-	(324.66)
Transactions with owners in their capacity as owners	-	4,329.04	4,329.04	-	-	4,329.04
As at March 31, 2026	**936.51**	**(11,199.37)**	**(10,262.86)**	**-**	**246.72**	**(10,016.14)**

TSummary of material accounting policies 2

Summary of critical accounting estimates and judgements 3

The accompanying notes are an integral part of these financial statements.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No.: 125557

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
Date : May 04, 2026

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy Private Limited (the "Holding group" or the "group") and its subsidiaries (together referred to as 'the Group') are primarily involved in power generation from renewable energy and Engineering, Procurement and Construction ("EPC") of solar power plants and other ancillary activities.

The group is incorporated and domiciled in India. The address of its registered office is 14, Thermax House, Old Mumbai-Pune Highway, Wakdewadi Pune - 411003, India. The Board of Directors have authorized to issue these consolidated financial statements on May 04, 2026. The CIN of the group is U40200PN2008FTC139032.

2 MATERIAL ACCOUNTING POLICIES

2.1. Basis of preparation, measurement and consolidation

(a) Basis of preparation

These consolidated financial statements have been prepared in accordance with the 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 (the Act) (Ind AS compliant Sch III) as applicable to the consolidated financial statements.

The preparation of the consolidated financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are critical to the consolidated financial statements are disclosed separately in note 3. The accounting policies adopted for preparation of these consolidated financial statements and presentation have consistently applied.

b. Basis of measurement

The consolidated financial statements have been prepared on the accrual and going concern basis under historical cost convention except the following:

- Certain financial assets and liabilities (including derivative instruments) is measured at fair value;

The accounting policies and related notes further describes the specific measurements applied for each of the assets and liabilities.

All assets and liabilities have been classified as current or non-current as per the Group's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

(c) Changes in accounting policies and disclosures

New and amended standards adopted by the group

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1

As a result of the adoption of the amendments to Ind AS 1, the group changed its accounting policy for the classification of borrowings:

"Borrowings are classified as current liabilities unless, at the end of the reporting period, the group has a right to defer settlement of the liability for at least 12 months after the reporting period.

Covenants that the group is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the group is required to comply with after the reporting period do not affect the classification."

This new policy did not result in a change in the classification of the group's borrowings. The group did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

(b) Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107

As a result of the adoption of the amendments to Ind AS 7 and Ind AS 107, the group does not require any new disclosures as the group does not have supplier finance arrangements.

(c) International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12

The group is not within the scope of the OECD Pillar Two Model Rules, as Pillar Two legislation has not yet been enacted in any of the jurisdictions in which the group operates.

(d) Lack of Exchangeability – Amendments to Ind AS 21

The amended Ind AS 21 have added requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use where it is not.

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

(d) New standards or amendments not yet adopted

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants –

Amendments to Ind AS 1 - This amendment also includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, as outlined below.

Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8. The group does not expect this amendment to have an impact on its operations or financial statements.

e. Basis of consolidation

The consolidated financial statements comprise the financial statements of the Holding group, its subsidiaries as at March 31, 2026. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, 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.

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 an entity 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.

Consolidation procedure

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date;

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

(c) Eliminate in full, intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognized in assets, such as property, plant and equipment and capital work in progress are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 'Income Taxes' applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group. All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

2.2 Summary of material accounting policies

a. Current and non-current classification

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

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

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

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification. The Group classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

b. Foreign currencies translation

The Group's consolidated financial statements are prepared in INR, which is also the functional currency of the group. For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in the Consolidated Statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

c. Fair value measurement

Accounting policy

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

d. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit and loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements financial assets are classified in following categories by the Group:

(i) Debt instruments at amortized cost

A debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any

Notes to the consolidated financial statements for the year ended March 31, 2026
(All amounts in Rupees lakh, unless otherwise stated)

discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in income in the Consolidated Statement of profit and loss. The losses arising from impairment are recognized in the Consolidated Statement of profit and loss. There are no debt instruments carried at Fair value through other comprehensive income (FVOCI) or Fair value through profit or loss (FVTPL).

(ii) Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on acquisition of an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables and contract assets, the Group follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Group applies general approach for recognition of impairment losses wherein the Group uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Consolidated Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Consolidated Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

3 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

n the application of the Group's accounting policies, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the Consolidated Financial Statements.

The areas involving critical estimates or judgements are:

a. Estimations used for fair value measurement (Refer note 34)

b. Estimations used for impairment of financial assets and liabilities (Refer note 2.2.d and 9)

c. Estimates and assumptions related to useful lives and impairment of Property, Plant and Equipment and Intangibles (PPE) (Refer note 4)

d. Estimates and assumptions for deferred tax (Refer note 8(b))

e. Estimates and assumptions related to Provisions and employee benefit expenses (Refer note 16)

f. Estimates, judgments and assumptions used for revenue from operations (Refer note 19)

g. Judgements related to segment reporting (Refer note 33)

h. Judgements related to redemption liability (Refer note 14(a))

i. Judgements related to borrowing cost (Refer note 23)

j. Estimation used of impairment assessment for non current assets (Refer note 6(a))

4 (a) Property, plant and equipment and Capital work in progress (CWIP)

Accounting policy

Property, Plant and Equipment (PPE) are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All significant costs relating to the acquisition and installation of PPE are capitalized. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Consolidated Statement of Profit and Loss during the financial year in which they are incurred. The carrying amount of the replaced part is derecognised. Gains or losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Consolidated Statement of Profit and Loss when the asset is derecognized. The carrying amount of an item of PPE shall be derecognised on disposal or when no future benefits are expected from its use or disposal.

The Group identifies and determines cost of each component/ part of the asset separately, if the component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. Freehold land is carried at historical cost.

Depreciation on PPE is calculated on a straight line basis using the rates arrived at, based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The management has estimated the useful lives of certain classes of assets in order to reflect the actual usage of the assets. The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The following useful lives are estimated by the management:

Asset category	Group's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15
Buildings	3 to 30	3 to 30
Roads	3	3
Office equipment	5 to 15	5
Furniture and fixtures	10 to 15	10
Computers and data processing units	3 to 6	3 to 6

The assets residual values, useful lives and method of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Estimates and Assumptions

The Group determines, based on independent technical assessment, the estimated useful lives of its property, plant and equipment and intangible assets for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Accounting policy

Impairment of Property, plant and equipment and other non-current assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Consolidated Statement of Profit and Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Consolidated Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase, if applicable.

Estimates and Assumptions

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from the budget over useful life of assets as approved by the Management and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the terminal growth rate used.

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a DCF model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected demand, expected tariff rates for electricity, discount rate and electricity market scenario, based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would not lead to a material change to the amount of impairment.

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

(All amounts in Rupees lakh, unless otherwise stated)

Particulars	Freehold Land	Buildings	Plant and equipment	Roads	Office equipment	Computer and Data processing units	Furniture and fixtures	Total	Capital work in progress
Gross carrying amount as at April 1, 2024	820.00	525.17	78,160.31	296.11	11.22	64.25	12.49	79,889.55	39,382.57
Additions	373.33	279.61	52,713.54	300.90	11.80	35.58	8.31	53,723.07	59,277.83
Disposals / Transfer	-	-	14.79	-	-	-	-	14.79	53,349.74
Gross carrying amount as at March 31, 2025	**1,193.33**	**804.78**	**130,859.06**	**597.01**	**23.02**	**99.83**	**20.80**	**133,597.83**	**45,310.66**
Additions	405.38	7.90	19,747.09	113.69	26.27	22.33	9.43	20,332.09	106,463.64
Disposals / Transfer	-	-	1,309.25	-	1.97	2.09	2.19	1,315.50	20,008.30
Gross carrying amount as at March 31, 2026	**1,598.71**	**812.68**	**149,296.90**	**710.70**	**47.32**	**120.07**	**28.04**	**152,614.42**	**131,766.00**
Accumulated depreciation as at April 1, 2024	**-**	**35.78**	**2,369.37**	**53.04**	**1.25**	**23.04**	**0.79**	**2,483.27**	**-**
Charge for the year	-	83.74	3,599.64	103.56	2.49	16.89	1.32	3,807.64	-
Impairment for the year	-	-	293.81	-	-	-	-	293.81	
Accumulated depreciation as at March 31, 2025	**-**	**119.52**	**6,262.82**	**156.60**	**3.74**	**39.93**	**2.11**	**6,584.72**	**-**
Charge for the year	-	105.31	5,421.13	216.60	4.30	27.56	1.71	5,776.61	-
Disposals	-	-	89.72	-	-	-	-	89.72	-
Impairment for the year (refer note (i) below)	-	-	-	-	-	-	-	-	1,379.42
Accumulated depreciation as at March 31, 2026	**-**	**224.83**	**11,594.23**	**373.20**	**8.04**	**67.49**	**3.82**	**12,271.61**	**1,379.42**
Net block as at March 31, 2026	**1,598.71**	**587.85**	**137,702.67**	**337.50**	**39.28**	**52.58**	**24.22**	**140,342.81**	**130,386.58**
Net block as at March 31, 2025	**1,193.33**	**685.26**	**124,596.24**	**440.41**	**19.28**	**59.90**	**18.69**	**127,013.11**	**45,310.66**

Ageing of Capital work-in-progress (CWIP) :

CWIP		Amount in CWIP for a period of				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	**March 31, 2026**	**102,426.41**	**27,634.91**	**325.26**	**-**	**130,386.58**
	March 31, 2025	42,156.66	3,154.00	-	-	45,310.66
Total Capital work-in-progress*	**March 31, 2026**	**102,426.41**	**27,634.91**	**325.26**	**-**	**130,386.58**
	March 31, 2025	42,156.66	3,154.00	-	-	45,310.66

* Capital work-in-progress includes overdue projects amounting to Rs 52,508.46 lakhs net of impairment Rs 1,379.42 lakhs (Previous year : Rs 45,266.82 lakhs).It is expected to be completed in the financial year ending March 31, 2027.

Notes:

a) Refer note 28 B for disclosure of contractual commitments for the acquisition of property, plant and equipment.

b) Refer note 13 (c) for information on property, plant and equipment pledged as security by the Company

c) Capital wok-in-progress mainly includes expenditure towards construction of new solar and wind renewable energy plants.

4(b)Capitalization of expenses

Salaries and wages, interest expenses, depreciation and other expenses are capitalized when directly attributable to the acquisition, construction, or production of a qualifying asset. These costs are capitalized during the development or construction phase and subsequently amortized or depreciated over the asset's useful life once the asset is ready for use.

During the year, the Group has capitalized the following expenses of revenue nature to the cost of Property, plant and equipment/capital work in progress. Consequently, expenses disclosed under the respective notes are net of amounts capitalized by the Group:

Particulars	As at March 31, 2026	As at March 31, 2025
Salaries and wages	1,783.98	1,076.08
Interest expenses	4,329.86	4,865.70
Depreciation	258.50	84.33
Other expenses	346.92	223.24
Total	**6,719.26**	**6,249.35**

(i) Key assumptions used for impairment of capital-work-in progress

The Group has assessed impairment indicators for its defined Cash Generating Unit (CGU) – "Power Plant." Based on the Group's evaluation, impairment triggers were identified for one of the CGU due to cost overruns.

Consequently, the Group performed an impairment assessment wherein the recoverable amount was determined using the Value-in-Use (VIU) method. This approach involves the use of key assumptions and is based on cash flow projections derived from management-approved financial budgets, covering the estimated economic life of the assets.

The following table sets out the key assumptions for calculation of value in use:

Particulars	Assumptions considered	Approach used to determine Value
Weighted Average cost of capital	7.80%	Reflect specific risks relating to the relevant business in which the Company operates.
EBIDTA	52% to 95%	Based on management's experience in similar SPVs within the First Energy group and expectations from future considering revenue generation and cost estimated.
Inflation considered in cost	2.50% to 3%	Management forecasts these costs based on the current structure of the business, adjusting for inflationary increases but not reflecting any future restructurings or cost saving measures.

4 (c) Right-of-use assets

Accounting Policy

The Group recognises right-of-use assets ("ROU") at cost at the commencement date of the lease. The cost of ROU includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. After the commencement date, ROU assets are measured at cost, less any accumulated depreciation and impairment losses and adjusted for any remeasurement of lease liabilities. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. Right of use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated remaining useful lives of the assets, as follows:

- Buildings - 1.5 years (March 31, 2025 - 5 years)

Particulars	Leasehold Land*	Building	Total
Gross carrying amount as at April 1, 2024	1,582.49	475.50	**2,057.99**
Additions*	-	102.96	**102.96**
Gross carrying amount as at March 31, 2025	1,582.49	578.46	**2160.95**
Additions*	5,701.38	526.32	**6,227.70**
Disposals	-	478.47	**478.47**
Gross carrying amount as at March 31, 2026	**7,283.87**	**626.31**	**7,910.18**
Accumulated depreciation as at April 1, 2024	**62.04**	**213.98**	**276.02**
Charge for the year	95.10	56.04	**151.14**
Disposals	-	-	**-**
Accumulated depreciation as at March 31, 2025	**157.14**	**270.02**	**427.16**
Charge for the year	152.28	145.66	297.94
Disposals	-	388.33	388.33
Accumulated depreciation as at March 31, 2026	**309.42**	**27.35**	**336.77**
Net block as at March 31, 2026	**6,974.45**	**598.96**	**7,573.41**
Net block as at March 31, 2025	**1,425.35**	**308.44**	**1,733.79**

*Includes initial direct costs incurred by the lessee amounting to Rs. 150.66 lakhs (March 31, 2025: Rs 13.80 lakhs)

Refer note 29 for further disclosure on leases.

4 (d) Intangible Assets

Accounting policy

IIntangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the Consolidated Statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Consolidated Statement of Profit and Loss when the asset is derecognized.

The Group amortises intangible assets over the following periods:

- Software : 3 to 6 years, Others - 5 years

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(All amounts in Rupees lakh, unless otherwise stated)

Particulars	Computer Software	Others	Total
Gross carrying amount as at April 1, 2024	50.55	8.56	**59.11**
Additions	-	-	**-**
Disposals	-	-	**-**
Gross carrying amount as at March 31, 2025	**50.55**	**8.56**	**59.11**
Additions	22.21	-	**22.21**
Disposals	-	-	**-**
Gross carrying amount as at March 31, 2026	**72.76**	**8.56**	**81.32**
Accumulated amortisation as at April 1, 2024	23.29	5.70	**28.99**
Charge for the year	17.14	2.86	**20.00**
Disposals	-	-	**-**
Accumulated amortisation as at March 31, 2025	**40.43**	**8.56**	**48.99**
Charge for the year	12.92	-	**12.92**
Disposals	-	-	**-**
Accumulated amortisation as at March 31, 2026	**53.35**	**8.56**	**61.91**
Net block as at March 31, 2026	**19.41**	**-**	**19.41**
Net block as at March 31, 2025	**10.12**	**-**	**10.12**

5(a)Other Non-current financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Security deposits	99.53	131.91
Total	**99.53**	**131.91**

5(b) Other Current financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Security deposits	879.22	1,045.00
- Impairment Provision	**-**	(119.11)
	879.22	**925.89**
Other receivables	234.04	154.55
- Impairment Provision	-	(120.00)
	234.04	**34.55**
Other receivables	2.57	-
Interest accrued on fixed deposits	57.48	2.65
Current maturities of deposit having original maturity of more than 12 months*	513.74	749.65
Total	**1,687.05**	**1,712.74**

*Includes Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract amounting to Rs 513.74 lakhs (March 31, 2025 - Rs 655.35 Lakhs).

6(a) Other non-current assets

Particulars	As at March 31, 2025	As at March 31, 2024
Capital advances	12,840.33	14,860.73
Less : Loss allowance for doubtful advances#	(2,015.40)	-
	10,824.93	**14,860.73**
Prepaid expenses*	42.81	39.78
Total	**10,867.74**	**14,900.51**

*Rs 32.85 lakhs (March 31 2025 : Rs 32.85 lakhs) relates to cost to obtain the contract, which will be amortised to Consolidated Statement of Profit and Loss on a systematic basis consistent with the transfer of the goods and services to the customer.

The management has evaluated the recoverability of capital advances of Rs. 2,015.40 lakhs given to a project vendor to assess whether there is any indication that the amounts may not be recoverable. Based on assessment of the services received up to date, current status of the project, and the vendor's ability and willingness to complete the contractual scope or refund the advances, an indicator of impairment has been identified. Accordingly, a provision of Rs. 2,015.40 lakhs has been recognized in the Consolidated Statement of Profit and Loss for the year ended March 31, 2026 towards such capital advances.

6(b) Other current assets

Accounting Policy

Contract assets: A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration and are transferred to trade receivables on completion of milestones and its related invoicing. Contract assets are recorded in balance sheet as unbilled revenue.

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Advance to supplier	101.42	36.99
Advance to employees	0.48	2.00
Balances with government authorities	58.50	61.22
Unbilled revenue (Contract assets)	6.36	38.67
Prepaid expenses	526.41	431.33
Others	2.70	5.64
Total	**695.87**	**575.85**

7 Investments (current)

Accounting policy

All investments in scope of Ind AS 109 are measured at fair value. All debt instruments which are held for trading are classified as at FVTPL. For all other instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value (FVOCI). The Group makes such an election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. There are no instruments which are carried at FVOCI.

Particulars	Number of units		Amount	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Investments in Mutual funds (Quoted)				
Investments in Mutual Funds at Fair value through Profit and Loss	3,280,822.26	162,573.01	3,739.63	653.62
Total	**3,280,822.26**	**162,573.01**	**3,739.63**	**653.62**
Aggregate amount of quoted investments			**3,739.63**	**653.62**

Investments at fair value through profit and loss account reflect investment in quoted mutual funds. Refer note 34 for determination of their fair values.

8(a) Income tax assets (net)

Accounting Policy

Tax comprises of current tax and deferred tax. Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax assets (net)	710.57	281.95
Total	**710.57**	**281.95**

8(b) Deferred tax liability (net)

Accounting Policy

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity), in correlation to the underlying transaction.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The Group determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

The Group applies significant judgement in identifying uncertainties over income tax treatments.

Estimates and Assumptions

At each balance sheet date, the Group assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets		
Provision for impairment allowance of financial assets	64.91	76.99
Employee benefit expenses	84.32	53.26
Losses available for offsetting against future taxable income	16,423.09	10,103.31
Lease Liabilities	1,237.95	240.33
Others	207.37	36.11
	18,017.64	**10,510.00**
Deferred tax liability		
Depreciation	16,337.56	10,073.17
Right-of-use assets	1,424.18	324.47
Fair Value Adjustment of Borrowings	225.14	133.39
Others	69.00	-
	18,055.88	**10,531.03**
Deferred tax liability (net)	**38.24**	**21.03**

Recognised in the Consolidated Statement of profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Losses available for offsetting against future taxable income	6,319.78	4,991.79
Employee benefit expenses	31.06	24.52
Fair Value Adjustment of Borrowings	(91.75)	(133.39)
Provision for impairment allowance of financial assets	(12.08)	76.99
Lease Liabilities	997.62	(9.97)
Depreciation	(6,264.39)	(4,907.72)
Right-of-use assets	(1,099.71)	23.36
Others	102.26	(57.06)
Deferred tax expense recognised in the Consolidated Statement of profit and loss - (Charge)/Credit	**(17.21)**	**8.52**

The Group has tax losses, unabsorbed depreciation and other items of Rs. 18,501.69 lakhs (March 31, 2025:Rs. 11,695.02 lakhs) that are available for offsetting for future taxable profits. Deferred tax assets have not been recognised in respect of these items as they may not be used to offset taxable profits in the Group and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Group were able to recognise all unrecognised deferred tax assets, the retained earnings for the year would increase by Rs. 4,622.65 lakhs (March 31, 2025: Rs. 2,909.55 lakhs).

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Expiry date (Year ending March 31)	As at March 31, 2026		As at March 31, 2025	
		As of March 31, 2026	As of March 31, 2026 Tax impact	As of March 31, 2025	As of March 31, 2025 Tax impact
Tax losses	2027	152.42	38.36	152.42	38.36
	2030	209.12	52.63	209.12	52.63
	2031	1,113.06	280.13	1,113.06	280.13
	2032	828.91	208.62	828.91	208.62
	2033	588.41	148.09	433.65	109.14
	2034	771.54	194.18	-	-
Total Tax Losses		**3,663.46**	**922.01**	**2,737.16**	**688.88**
Unabsorbed depreciation	No expiry period	8,700.52	2,189.75	7,847.80	1,975.14
Employee benefit expenses	No expiry period	423.48	106.59	300.06	75.53
Capital Loss	2030	810.00	170.00	810.00	170.00
Provision for Liquidated damages	No expiry period	1,331.48	335.11	-	-
Provision for doubtful advances	No expiry period	2,015.40	507.24	-	-
Provision for impairment on capital work in progress	No expiry period	1,557.35	391.95	-	-
Total		**18,501.69**	**4,622.65**	**11,695.02**	**2,909.55**

8(c) Tax expenses

Accounting Policy

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity, in correlation to the underlying transaction. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Current tax	9.34	-
Deferred tax	17.21	(8.52)
Total	**26.55**	**(8.52)**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in the Consolidated Statement of Profit and Loss is as follows:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Loss before tax	(7,305.63)	(4,181.77)
Indian statutory income tax rate	25.17%	25.17%
Expected tax expense	(1,838.83)	(1,052.55)
Deferred tax assets not recognised on losses and depreciation	1,838.83	1,052.55
Others	26.55	(8.52)
Total tax expense	**26.55**	**(8.52)**

9 Trade Receivables

Accounting Policy

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Group holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables and contract assets, the Group applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables from:		
(i) Related parties (refer note 32)	**21.65**	**52.87**
- Unbilled*	21.23	44.35
- Billed	0.42	8.52
(ii) Others	**2,386.30**	**1,317.76**
- Unbilled*	1,118.17	1,058.28
- Billed	1,268.13	259.48
Sub-classification of trade receivables		
Secured, considered good	-	-
Unsecured considered good	2,315.36	1,370.64
Trade receivables which have a significant increase in credit risk	-	-
Trade receivables- credit impaired	92.59	58.31
	2,407.95	**1,428.95**
Less: Impairment Allowance	**92.59**	**58.31**
Total	**2,315.36**	**1,370.64**

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 receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivable is 'unbilled' because the group has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Ageing of trade receivables

Particulars		Unbilled	Not Due	Outstanding for the following period from due date of payments					Total
				Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables-considered good	March 31, 2026	1,139.80	248.94	470.72	281.68	139.23	34.99	-	**2,315.36**
	March 31, 2025	1,102.63	8.93	186.44	56.15	16.49	-	-	**1,370.64**
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	March 31, 2026	-	-	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables-credit impaired	March 31, 2026	-	-	-	-	92.59	-	-	**92.59**
	March 31, 2025	-	-	-	-	58.31	-	-	**58.31**
(iv) Disputed Trade Receivables-considered good	March 31, 2026	-	-	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	-	-	**-**
(v) Disputed Trade Receivables-which have significant increase in credit risk	March 31, 2026	-	-	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables-credit impaired	March 31, 2026	-	-	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	-	-	**-**
Sub-total	March 31, 2026	1,139.80	248.94	470.72	281.68	231.82	34.99	-	**2,407.95**
	March 31, 2025	1,102.63	8.93	186.44	56.15	74.80	-	-	**1,428.95**
Less: impairment allowance	March 31, 2026	-	-	-	-	92.59	-	-	**92.59**
	March 31, 2025	-	-	-	-	58.31	-	-	**58.31**
Total	**March 31, 2026**	**1,139.80**	**248.94**	**470.72**	**281.68**	**139.23**	**34.99**	**-**	**2,315.36**
	March 31, 2025	**1,102.63**	**8.93**	**186.44**	**56.15**	**16.49**	**-**	**-**	**1,370.64**

*Includes provision of Rs. 92.59 Lakhs (March 31, 2025: Rs. 58.31 Lakhs) for trade receivables which are credit impaired.

Expected Credit Loss (ECL)

Accounting policy

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The expected loss rates are based on the payment profiles of sales over a period of 36 months before the reporting date and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

Trade receivables and contract assets are written off where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the group, and a failure to make contractual payments for a period of greater than 180 days past due.

Impairment losses on trade receivables and contract assets are presented as net impairment losses. Subsequent recoveries of amounts previously written off are credited against the same line item.

Estimates and assumptions

The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and timing of cash flows. The Group uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

As a practical expedient, the group uses a provision matrix to determine ECL impairment allowance on portfolio of its trade receivables and contract assets. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. On that basis, the group estimates a default rate of total revenue for trade receivables and contract revenue for contract assets. The group follows provisioning norms based on ageing of receivables to estimate the impairment allowance under ECL.

The following table summarises the change in impairment allowance measured using the life time ECL model (Pursuant to Ind AS 109):

Particulars	Provision on trade receivables	
	March 31, 2026	March 31, 2025
At the beginning of the year	(58.31)	-
Less: Bad debts/write off	-	-
	(58.31)	-
Add: Provision made during the year	(34.28)	(58.31)
Less: Bad debts / write off	-	-
Exchange differences	-	-
At the end of the year	**(92.59)**	**(58.31)**

10(a) Cash and cash equivalents

Accounting Policy

Cash and cash equivalents in the balance sheet comprise of cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts as they are considered an integral part of the Group's cash management. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- in current accounts	3,917.88	924.85
- in deposits with original maturity of less than three months*	2,494.30	3,127.70
- drafts on hand	42.22	135.00
Total	**6,454.40**	**4,187.55**

*Represents Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract is Nil (March 31, 2025: Rs 298.06 lakhs)

10(b) Other bank balances

Particulars	As at March 31, 2026	As at March 31, 2025
Bank Deposits with original maturity of more than three months but remaining maturity less than 12 months*	2,089.00	183.06
Total	**2,089.00**	**183.06**

*Includes Debt Service Reserve Account (DSRA) Deposits with banks against borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract amounting to Rs. 1,891.00 lakhs (March 31, 2025 - 183.06 lakhs)

11 Equity Share capital

Accounting Policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees, amounts paid to legal, accounting and other professional advisers, printing costs and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

Particulars	As at March 31, 2026	As at March 31, 2025
Authorized shares		
925,000,000 (Previous year 525,000,000) equity shares of Rs. 10/- each.	92,500.00	52,500.00
	92,500.00	**52,500.00**
Issued, subscribed and fully paid share capital		
646,316,365 (Previous year 419,316,365) equity shares of Rs. 10/- each.	64,631.64	41,931.64
	64,631.64	**41,931.64**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

Particulars	No. of shares	Amount
Equity share of Rs. 10 each issued, subscribed and fully paid		
As at April 1, 2024	403,986,365	40,398.64
Changes during the year	15,330,000	1,533.00
As at March 31, 2025	419,316,365	41,931.64
Changes during the year	227,000,000	22,700.00
At March 31, 2026	**646,316,365**	**64,631.64**

(b) Terms/ rights attached to equity shares

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

(c) Equity shares held by ultimate holding / holding company

Particulars	As at March 31, 2026	As at March 31, 2025
Holding company		
Thermax Limited (Including six shares held by nominee shareholder)	64,631.64	41,931.64
646,316,365 (Previous year 419,316,365) equity shares of Rs. 10/- each.		

(d) Equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) Thermax Limited		
% Holding	100%	100%
No. of shares	646,316,365	419,316,365

(e) Details of shareholding of promoters:

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025	% Change during the Year
(i) Thermax Limited			
% Holding	100.00%	100.00%	0.00%
No. of shares	646,316,365	419,316,365	

(f) There were no buy back of shares/issue of shares for consideration other than cash during the period of five years immediately preceding the reporting date.

12 Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Reserves and surplus		
Securities premium		
Opening balance	936.51	936.51
Less: Cost related to issue of own equity instruments	-	-
Closing balance	**936.51**	**936.51**
Retained earnings		
Opening balance	(7,893.97)	(3,824.42)
Add : Loss for the year	(7,332.18)	(4,173.25)
Add : Other comprehensive income	22.40	22.85
Less: Cost related to issue of own equity instruments	(324.66)	(26.33)
Transactions with Non controlling shareholders	4,329.04	107.18
Closing balance	**(11,199.37)**	**(7,893.97)**
Share Application money		
Opening balance	1,000.00	-
Add : Addition during the year	21,700.00	2,533.00
Less : Share allotment during the year	(22,700.00)	(1,533.00)
Closing balance	**-**	**1,000.00**
Equity component of compound financial instrument	246.72	246.72
Total	**(10,016.14)**	**(5,710.74)**

Nature and purpose of reserves

Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act 2013.

Retained earnings

Retained earnings are the profits or (loss) that the Group has earned or incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings also include re-measurement loss or (gain) on defined benefit plans, net of taxes that will not be reclassified to the Consolidated Statement of Profit and Loss.

13 a) Non-current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Indian rupee loans from banks and financial institutions*	155,511.21	105,625.24
Less : Current maturities of long term borrowings	4,259.09	2,354.46
	151,252.12	**103,270.78**
Unsecured loans		
Loan from holding Company	2,438.16	1,943.00
	2,438.16	**1,943.00**
Total	**153,690.28**	**105,213.78**

*After considering unamortised transaction cost of Rs. 979.57 lakhs as at March 31, 2026 (Rs. 673.56 lakhs as at March 31, 2025).

Details	Maturity Date	Terms of Payment	Interest Rate	March 31, 2026	March 31, 2025
Loan from Holding Company	Various	Repayable within 5 years from the disbursement (March 31, 2025 - Repayable within 3 years from the disbursement)	7.42%-9.00% (March 31, 2025 - 8.60%-8.95%)	2,438.16	1,943.00

Purpose of loan-

a) Loan from holding Company: The funds have been obtained for onward lending to the subsidiaries or for working capital requirements including capital expenditure.

b) Loan from Bank: The funds have been obtained for the repayment of the promoter's loan or to meet capital expenditure requirements.

Loan from Banks

(a) First Energy TN 1 Private Limited

Indian rupee loans of Rs 8,172.22 lakhs (Previous year Rs 5,047.00 lakhs) from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the project (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of total paid up capital of the First Energy TN 1 Private Limited, held by the company.

(b) First Energy 2 Private Limited

Indian rupee loans of Rs 2,447.29 lakhs (Previous year Rs.2,542.05 lakhs) from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the project (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of total paid up capital of the First Energy 2 Private Limited , held by the company.

(c) First Energy 3 Private Limited

Indian rupee loans of Rs 29,755.75 lakhs (Previous year Rs 30,000.00 lakhs) from financial institution is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, intangible assets including goodwill and uncalled capital, intellectual property, both present and future, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of total paid up capital of the First Energy 3 Private Limited, held by the company.

(d) Jalansar Wind Energy Private Limited

Indian rupee loans of Rs 504.82 lakhs (Previous year Rs 525.36 lakhs) from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the project (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of total paid up capital of the Jalansar Wind Energy Private Limited, held by the company.

(e) Kanakal Wind Energy Private Limited

Indian rupee loans of Rs 757.59 lakhs (Previous year Rs.788.40 lakhs) from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the project (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of total paid up

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capital of the Kanakal Wind Energy Private Limited, held by the company.

(f) First Energy 4 Private Limited

Indian rupee loans of Rs 19,971.30 lakhs (Previous year Rs 20,343.12 lakhs) from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of total paid up capital of the First Energy 4 Private Limited, held by the company.

(g) First Energy 5 Private Limited

Indian rupee loans of Rs 29,667.00 lakhs (Previous year Rs 29,800.00 lakhs) from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of total paid up capital of the First Energy 5 Private Limited, held by the company.

(h) First Energy 6 Private Limited

Indian rupee loans of Rs 12,694.76 lakhs (Previous year Rs 12,821.38 lakhs) from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of paid up capital of the First Energy 6 Private Limited, held by the holding company.

(i) First Energy 7 Private Limited

Indian rupee loans of Rs 4,091.46 lakhs (Previous year Rs 4,178.85 lakhs)from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the First Energy 7 Private Limited held by the Company.

(j) First Energy 8 Private Limited

Indian rupee loans of Rs 35,245.00 lakhs from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the First Energy 8 Private Limited held by the Company.

(k) First Energy 9 Private Limited

Indian rupee loans of Rs 949.44 lakhs from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the First Energy 9 Private Limited held by the Company.

(l) First Energy 11 Private Limited

Indian rupee loans of Rs 12,000 lakhs from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the First Energy 11 Private Limited held by the Company.

Terms and conditions of term loans from banks

All the term loans from banks are repayable on quarterly basis in 76-79 quarterly installments bearing effective interest rates ranging from 7.42% - 9.00% (March 2025 - 8.60% - 9.40%).

During the year, the Group has used all the borrowings for the specific purpose for which they have been obtained.

As at March 31, 2026, the Group has not complied with some of the covenants under loan agreements in respect of non current borrowings of Rs 2,447.29 (Previous year Rs. 29,245.93 lakhs) . The Group has received confirmation from banks that said borrowings will not be recalled as consequence of such breaches.

Borrowings are subsequently measured at amortised cost and therefore interest accrued on current borrowings are included amounting to Rs. 191.87 lakhs (Previous year-Rs. Nil) in the respective amounts.

Borrowings are classified as current liabilities unless, at the end of the reporting period, the Group has a right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. Covenants that the group is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the group is required to comply with after the reporting period do not affect the classification at the reporting date.

13(b) Current borrowings

The group uses a supplier finance arrangement that allows its suppliers to choose to receive early payment of their invoices from a bank. Under this arrangement, the bank settles the invoices owed by the group to participating suppliers, and the group repays the bank on the original invoice due date. The main objective is to provide participating suppliers the option of being paid earlier than the original invoice due date. The participating suppliers agreed, at their own cost, to extend the payment term from the original due date after the invoice date. The payables under the supplier finance arrangement are no longer able to be offset against credit notes received from the supplier. Based on the terms and conditions of its supplier finance arrangement, the Group has determined to present the arrangement under 'Borrowings'. The presentation of the liabilities under supplier finance arrangements is a particular area of judgement.

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans	**30,648.79**	**12,311.90**
Current maturities of non-current borrowings	4,259.09	2,354.46
Buyer's Line of Credit from Bank*	15,889.70	9,957.44
Short term borrowings	10,500.00	-
Unsecured loans	**27,223.63**	**33,672.48**
Loan from Financial Institution	19,900.00	29,500.00
Loan from holding Company	7,323.63	4,172.48
Total	**57,872.42**	**45,984.38**

*Loan has been against the credit facility sanctioned to holding company and secured against capital work in progress of First Energy 10 Private Limited and First Energy 11 Private Limited.

Details	Maturity Date	Terms of Payment	Interest Rate	March 31, 2026	March 31, 2025
Loan from Holding Company	Various	Repayable within 1 year from the disbursement (March 31, 2025 - Repayable within 180 days from the disbursement)	7.42%-9.00% (March 2025 - 8.60% to 8.95%)	6,912.01	3,474.78
Loan from Holding Company	On Demand	On Demand	0%	411.62	411.62
Buyer's Line of Credit from Bank	Various	Repayable within 60-180 days from date of shipment (March 31, 2025 - Repayable within 90 days from date of shipment)	6.30% - 7.27% (March 2025 - 7.50% to 7.9%)	15,889.70	9,957.44
Loan from Financial Institution	September 24, 2025	At Maturity (March 31, 2025 - Bullet repayment within 180 days from the disbursement)	7.67% - 8.30% (March 2025 - 8.65%)	30,400.00	29,500.00

Borrowings are subsequently measured at amortised cost and therefore interest accrued on current borrowings are included amounting to Rs. 1,075.71 lakhs (Previous year-Rs. 538.71 lakhs) in the respective amounts.

Purpose of loan-

a) Loan from holding Company: The funds have been obtained for onward lending to the subsidiaries or for working capital requirements including capital expenditure.

b) Loan from Bank: The funds have been obtained for the repayment of the promoter's loan or to meet capital expenditure requirements.

Supplier finance arrangements

Buyer's credit arrangements are characterized by one or more finance providers offering to pay amounts that an entity owes its suppliers for purchases of property, plant and equipments. The entity agreeing to pay according to the terms and conditions of the arrangements at the same date as, or a date later than when suppliers are paid. These arrangements provide the entity with extended payment terms, compared to the related invoice payment due date.

Range of payment due dates	March 31, 2026	March 31, 2025
Liabilities under supplier finance arrangement (Buyer's line of credit)	120 - 180 days from invoice date	NA*
Comparable trade payables that are not part of the supplier finance arrangement (same line of business)	45-60 days from invoice date	NA*

Carrying amount of liabilities under supplier finance arrangement	March 31, 2026	March 31, 2025
Liabilities under supplier finance arrangement	15,889.70	9,957.44
of which the supplier has received payment from the finance provider	15,889.70	NA*

* The Group has not provided comparative information in respect of the amendments to Ind AS 7 and Ind AS 107 relating to supplier finance arrangements, as it has applied the transitional relief available on initial adoption of these amendments, which allows entities not to present comparative disclosures for prior periods.

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	6,454.40	4,187.55
Other bank balances	2,089.00	183.06
Borrowings (excluding supplier finance arrangement)	(195,673.00)	(141,240.72)
Liabilities under supplier finance arrangement (Buyers' line of credit)	(15,889.70)	(9,957.44)
Lease liabilities	(5,147.58)	(1,202.99)
Net debt	**(208,166.88)**	**(148,030.54)**

Patriculars	Other assets		Liabilities from financing activities			Total
	Cash & cash equivalents	Other Bank Balance	Borrowings (Including supplier finance arrangement)	Lease Liability	Liabilities under supplier finance arrangement	
Net debt as at April 1, 2024	**2,830.25**	**498.40**	**(89,522.09)**	**(1,211.89)**	**-**	**(87,405.33)**
Addition to lease	-	-	-	(40.63)	-	**(40.63)**
Cash flows	1,357.30	(315.34)	(51,600.88)	49.53	(9,957.44)	**(60,466.83)**
Interest expenses	-	-	(11,630.04)	(109.40)	-	**(11,739.44)**
Other non cash movement	-	-	11,512.29	109.40	-	**11,621.69**
Net debt as at March 31, 2025	**4,187.55**	**183.06**	**(141,240.72)**	**(1,202.99)**	**(9,957.44)**	**(148,030.54)**
Addition to lease	-	-	-	(6,057.58)		**(6,057.58)**
Cash flows	2,266.85	1,905.94	(53,703.43)	2,113.00	(5,932.26)	**(53,349.90)**
Interest Expenses (including interest capitalised)	-	-	(13,799.83)	(312.80)	-	**(14,112.63)**
Interest Paid	-	-	13,070.98	312.80	-	**13,383.78**
Net debt as at March 31, 2026	**6,454.40**	**2,089.00**	**(195,673.00)**	**(5,147.57)**	**(15,889.70)**	**(208,166.87)**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

13(c) Assets Pledged as Security

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Financial Assets		
First Charge		
Cash and cash equivalents	3,858.29	2,458.70
Trade receivables	2,953.13	1,165.03
Other current assets	46,702.90	2,162.66
Non-financial assets		
First charge		
Other current assets	619.86	568.53
Total current assets pledged as security	**54,134.18**	**6,354.92**
Non-current		
Financial assets		
First charge		
Other assets	3,476.06	65.27
Non-financial assets		
First charge		
Property, plant and equipment	139,711.05	124,885.48
Capital work-in-progress - Plant and machinery	54,730.30	25,820.52
Right of use asset - Leasehold Land	62,149.58	1,439.63
Other assets	139.56	687.71
Total non-currents assets pledged as security	**260,206.55**	**152,898.61**
Total assets pledged as security	**314,340.73**	**159,253.53**

14(a) Other non-current financial liabilities

Accounting Policy

Liability for put options issued to non-controlling shareholders in subsidiaries, to be settled in cash by the Group, which do not grant present access to ownership interest to the Group is recognised at present value of the redemption amount and is presented as financial liability. The non-controlling interests subject to put options are derecognised and the difference between the amount derecognised and present value of the redemption amount, is accounted for as an equity transaction.

Judgement

In determining whether Non controlling interest (NCI) is to be recognised with respect to shares held by Non controlling shareholders, management takes into consideration the contracts entered, dividend rights and risk reward relationship and exercises judgement in concluding whether NCI is to be recognized.

Particulars	As at March 31, 2026	As at March 31, 2025
Redemption liability	5,196.68	3,308.88
Trade deposits	31.66	26.46
Total	**5,228.34**	**3,335.34**

14(b) Other current financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Payables for Property, plant and equipment (Inclusive of payable to micro and small enterprises Rs. 222.58 lakhs)*	26,553.72	2,943.68
Employee related payables	317.01	241.85
Other payables	26.72	101.63
Total	**26,897.45**	**3,287.16**

*Acceptances of Rs 9,091 lakhs do not materially extend payment terms beyond those agreed with non-participating suppliers and only provide participating suppliers with the benefit of early payment. The Group also does not incur any additional interest cost to the bank on these amounts. Accordingly, these amounts are presented as payable for property, plant and equipment, as their nature and function are consistent with similar payables.

15(a) Other non-current liabilities

Accounting Policy

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group satisfies the performance obligation. Contract liabilities are recorded in balance sheet as unearned revenue and customer advances as the case may be.

Particulars	As at March 31, 2026	As at March 31, 2025
Contract liabilities		
Unearned revenue	117.51	124.55
Total	**117.51**	**124.55**

15(b) Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Advance from customers	7.08	34.66
Unearned revenue	31.52	85.99
Contract liabilities	118.44	18.51
Advance from insurance company	-	677.67
Statutory dues*	310.54	262.09
Others	1.54	0.30
Total	**469.12**	**1,079.22**

* mainly includes tax deducted at source, provident fund, GST etc.

16(a) Non-current provisions

Accounting Policy

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Consolidated Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as an expense when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Group operates a defined benefit gratuity plan, which is unfunded. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Statement of profit and loss in subsequent periods.

Past service costs are recognized in the Statement of profit and loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognizes related restructuring costs.

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:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

The compensated absences such as privileged leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Consolidated Statement of Profit and Loss. The Group does not have an unconditional right to defer settlement for any of these obligations and therefore have been classified as current liability. However, based on past experience, the Group does not expect all employees to take the full amount of accrued leave or require payment within twelve months.

Provision for Long term incentive is calculated using the projected unit credit method to determine the present value of its defined benefit obligations and the related current service cost.

Estimates and assumptions

Long Term Incentive Plan

The provision for other long term employee benefits which is recognized considering the estimated payout expected by the Group at present value using projected unit credit method. These include the determination of the discount rate and attrition rate. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the attrition rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the long-term incentives.

Defined benefit plan - Gratuity

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on Indian Assured Lives Mortality (2012-14) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases are based on expected future inflation rates.

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity (Refer note 16 (c))	148.03	104.63
Other long-term employee benefits (Refer note 16 (c))	467.86	312.49
Total	**615.89**	**417.12**

16(b) Current provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity (Refer note 16 (c))	3.54	6.37
Provision for compensated absence (Refer note 16 (c))	151.52	105.15
Other provisions		
Provision for onerous contract*	3.00	3.00
Provision for Liquidated damages (Refer note 25 (ii))	1,331.48	-
Total	**1,489.54**	**114.52**

*There is no change during the current and previous year

Movement in provisions for the year ended March 31, 2026:

For the year ended March 31, 2026	Provision for gratuity	Other long-term employee benefits	Provision for compensated absence
As at April 1, 2025			
Balance at the beginning	111.00	312.49	105.16
Additional provision recognised*	52.06	155.37	76.40
Unwinding of discount	-	-	5.76
Utilised during the year	11.49	-	35.80
As at March 31, 2026	**151.57**	**467.86**	**151.52**

*Additional Provision is net of Remeasurement Gain Reserve

Details of provisions:	
Current	1,489.54
Non-current	615.89
Total	**2,105.43**

Movement in provisions for the year ended March 31, 2025:

For the year ended March 31, 2025	Provision for gratuity	Other long-term employee benefits	Provision for compensated absence
Balance as at April 1, 2024	87.51	754.70	95.46
Additional provision recognised	27.49	367.79	27.91
Unused amounts reversed	-	810.00	-
Unwinding of discount	-		5.76
Utilised during the year	4.00		23.97
Balance as at March 31, 2025	**111.00**	**312.49**	**105.16**

Details of provisions:	
Current	114.52
Non-current	417.12
Total	**531.64**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

16(c) Employee benefits plan

A Defined contribution plans

The group also has certain defined contribution plan. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the group is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is Rs 140.26 lakhs (31 March 2025 – Rs 113.40 lakhs).

B Defined benefit plans and other long term plans

i) Compensated absences

The Compensated Absences cover the group's liability for earned leave which are classified as other long-term benefits.

The entire amount of the provision of Rs.151.52 lakhs (31 March 2025 – Rs.105.15 lakhs) is presented as current, since the group does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the group does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months.

Particulars	As at March 31, 2026	As at March 31, 2025
Leave obligations not expected to be settled within the next 12 months	124.55	87.61

ii) Gratuity

The Group operates a defined benefit plan viz. gratuity for its employees. Under the gratuity plan, every employee who has completed at least specified years of service gets a gratuity on departure at 15 days (minimum) of the last drawn salary for each completed year of service.

The new Labour Codes introduced by the Government of India, inter alia, require gratuity to be calculated based on wages constituting at least 50% of total remuneration. This has resulted in an increase in gratuity benefits in respect of services rendered in prior periods, and accordingly, the group has recognised past service cost amounting to INR 10.10 lakhs during the year. In accordance with Ind AS 19, the past service cost has been recognised in the statement of profit and loss in the current year in which the plan amendment became effective. The gratuity obligation has been actuarially valued by an independent actuary using the projected unit credit method, considering the revised definition of wages for gratuity computation.

I Changes in the net benefit obligation is as follows :

Particulars	Amount
April 1, 2024	**87.51**
Current service cost	46.57
Transfer In	(2.27)
Interest expense	6.03
Total amount recognised in Profit or Loss	**50.33**
Experience adjustments	(21.72)
Actuarial loss from change in financial assumptions	3.72
Demographic adjustments	(4.85)
Total amount recognised in Other Comprehensive (Income)/Loss	**(22.85)**
Benefits paid	(3.99)
March 31, 2025	**111.00**
Current service cost	54.12
Past service cost	10.10
Transfer in/out	3.30
Interest expense/(income)	6.94
Total amount recognised in Profit or Loss	**74.46**
Experience adjustments	(16.42)
Actuarial gain from change in financial assumptions	(5.98)
Total amount recognised in Other Comprehensive (Income)/Loss	**(22.40)**
Benefits paid	(11.49)
March 31, 2026	**151.57**

II Significant assumptions

Particulars	March 31, 2026	March 31, 2025
Discount rate	7.20%	6.60%
Future Salary growth rate	10.00%	10.00%
Normal retirement age	60	60
Mortality table	IALM(2012-14) Ultimate	IALM(2012-14) Ultimate
Attrition rate	15.00%	15.00%

IV Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

Assumption	Impact on defined benefit obligation	
	March 31, 2026	March 31, 2025
Discount rate		
1.00% increase	Decrease by 9.14	Decrease by 6.08
1.00% decrease	Increase by 10.20	Increase by 6.73
Future salary increase		
1.00% increase	Increase by 8.37	Increase by 5.41
1.00% decrease	Decrease by 7.69	Decrease by 5.01
Attrition rate		
1.00% increase	Decrease by 1.26	Decrease by 0.93
1.00% decrease	Increase by 1.38	Increase by 1.02

The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet. The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous periods.

The following are the expected cash flows/contribution to the defined benefit plan in future years:

Particulars	March 31, 2026	March 31, 2025
Within next 12 months	3.54	6.37
Between 2-5 years	103.70	60.71
Next 5 years	262.52	216.79

The average duration of the defined benefit plan obligation at the end of the reporting period is 10.91 years (March 31, 2025: 9.71 years)

(iii) Other long-term employee benefits

Group offers cash bonuses to certain managerial employees the amount of which is based on performance of the group in a specific year. The amount of provision recognised for the long term employee benefit is Rs. 467.86 lakhs (31 March 2025 – Rs. 312.49 lakhs).

17 Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables: micro and small enterprises	208.91	71.67
Due to other than micro and small enterprises		
Trade payables to related parties (refer note 32)	224.17	646.25
Trade payables: others	569.34	574.05
Total	**1,002.42**	**1,291.97**

Trade payables are non-interest bearing and are generally on terms of 30 to 90 days.

Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount dues to micro and small enterprises*	431.49	71.67
- Interest due thereon	2.92	2.67
The amount of interest paid by the Group 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	-	-
The amount of payment made to the supplier beyond the appointed day during the year	1,691.31	473.65
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	11.99	4.94
The amount of interest accrued and remaining unpaid at the end of each accounting year	9.94	7.61
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	24.85	9.94

* Information in this regard is on basis of intimation received, on requests made by the Group, with regards to registration of vendors under the MSMED Act, 2006 Act.

The ageing of current trade payables which are due for payment :

Particulars	Not Due	Unbilled	Not Due	Outstanding for the following period from due date of payments				Total
				Less than a year	1-2 years	2-3 years	More than 3 years	
(i) MSME	March 31, 2026	144.76	9.69	35.88	15.01	2.96	0.61	**208.91**
	March 31, 2025	54.46	15.73	0.79	0.46	0.23		**71.67**
(ii) Others	March 31, 2026	422.06	110.49	134.11	54.34	69.77	2.74	**793.51**
	March 31, 2025	470.84	152.53	267.29	165.49	164.15		**1,220.30**
(iii) Disputed dues- MSME	March 31, 2026	-	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	-	**-**
(iv) Disputed dues- Others	March 31, 2026	-	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	-	**-**
Total	March 31, 2026	566.82	120.18	169.99	69.35	72.73	3.35	**1,002.42**
	March 31, 2025	**525.30**	**168.26**	**268.08**	**165.95**	**164.38**	**-**	**1,291.97**

* Unbilled trade payables includes accruals which are not classified as provisions under IND AS 37 "Provisions, Contingent Liabilities and Contingent Assets"

18(a) Non-current lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Lease liabilities (refer note 29)	4,776.53	976.20
Total	**4,776.53**	**976.20**

18(b) Current lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Lease liabilities (refer note 29)	371.05	226.80
Total	**371.05**	**226.80**

19 Revenue from operations

Accounting Policy

Revenue from contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Group has concluded that it is the principal in all of its revenue arrangements since it is the primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.. The Group collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Group. Hence, it is excluded from revenue.

Notes to the consolidated financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

The Group has following streams of revenue

Revenue from sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. The transaction price is adjusted for significant financing component, if any and the adjustment is accounted as finance cost. Revenue recognized includes amounts billed to consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

At the end of each reporting period, the Group updates the estimated transaction price to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period. The Group accounts for such changes in the transaction price (including claims). Consideration / claim payable to a customer includes cash amounts that an entity pays to the customer. The Group accounts for consideration payable to a customer as a reduction of the transaction price and, therefore, of revenue unless the payment to the customer is in exchange for a distinct good or service that the customer transfers to the entity. The consideration payable to a customer includes a variable amount.

Revenue from Engineering, Procurement and Construction contracts

Engineering, Procurement and Construction (EPC) contracts are contracts specifically negotiated for the construction of an asset which refers to any project for construction of plants and systems, involving designing, engineering, fabrication, supply, erection (or supervision thereof), commissioning, guaranteeing performance thereof etc., execution of which is spread over different accounting periods. The Group identifies distinct performance obligations in each contract. For most of the contracts, the customer contracts with the Group to provide a significant service of integrating a complex set of tasks and components into a single project or capability. Hence, the entire contract is accounted for as one performance obligation.

The Group may promise to provide distinct goods or services within a contract, in which case the Group separates the contract into more than one performance obligation. If a contract is separated into more than one performance obligation, the Group allocates the total transaction price to each performance obligation in an amount based on the estimated relative standalone selling prices of the promised goods or services underlying each performance obligation. The Group uses the expected cost plus a margin approach to estimate the standalone selling price of each performance obligation in case of contracts with more than one distinct performance obligations.

The Group assesses for the timing of revenue recognition in case of each distinct performance obligation. The Group first assesses whether the revenue can be recognized over a period of time if any of the following criteria is met:

(a) The customer simultaneously consumes the benefits as the Group performs, or

(b) The customer controls the work-in-progress, or

(c) The Group's performance does not create an asset with alternative use to the Group and the Group has right to payment for performance completed till date.

The Group uses cost-based measure of progress (or input method) for contracts because it best depicts the transfer of control to the customer which occurs as it incurs costs on contracts. Under the cost-based measure of progress, the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated profits, are recorded proportionally as costs are incurred.

Costs associated with bidding for contracts are charged to the Statement of profit and loss when they are incurred. Costs that relate directly to a contract and are incurred in securing the contract are included as part of the contract costs if they can be separately identified and measured reliably and it is probable that the contract will be obtained.

Contract modification, when approved by both the parties to the contract, are considered as modification, if it creates new or changes the existing enforceable rights and obligations. Most of the contract modifications are not distinct from the existing contract due to the significant integration service provided under the contract prior to modifications and are therefore, accounted for as part of the existing contract. The effect of a contract modification is recognized as an adjustment to revenue on a cumulative catch-up basis.

When it becomes probable that the total contract costs will exceed the total contract revenue, the Group recognizes the expected losses from onerous contract as an expense immediately.

Penalties for any delay or improper execution of a contract are recognized as a deduction from revenue. In the balance sheet, such provisions are presented on net basis of the contract receivables

Revenue from leases (Group as a lessor)

Refer note 29 for accounting policy.

Revenue from Sale of services

Revenue in respect of operation and maintenance contract, awarded on a standalone basis or included in long term contracts and identified as a separate performance obligation, is recognized on a time proportion basis under the contracts.

Judgements

A significant revenue of the Group's business relates to EPC contracts which is accounted using cost-based input method, recognizing revenue as the performance on the contract progresses. This requires management to make judgement with respect to identifying contracts for which revenue need to be recognised over a period of time, depending upon when the customer consumes the benefit, when the control is passed to customer, whether the asset created has an alternative use and whether the Group has right to payment for performance completed till date, either contractually or legally. The input method requires management to make significant judgements of the extent of progress towards completion including accounting of multiple contracts which need to be combined and considered as a single contract.

In determining whether revenue contract (power purchase agreement) with customer especially when entire contractual capacity of one project (solar / wind project) is committed to one customer, management exercises judgement in concluding whether contract contains lease. Management takes into consideration who is responsible for design of the project and who has right to direct the use of solar plant.

Estimates and assumptions

Project cost to complete estimates: At each reporting date, the Group is required to estimate costs to complete on fixed-price contracts. Estimating costs to complete on such contracts requires the Group to make estimates of future costs to be incurred, based on work to be performed beyond the reporting date. This estimate will impact revenues, cost of sales, contract assets and contract liabilities.

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
a) Revenue from contracts with customers		
Revenue from projects	64.39	1,090.01
Revenue from power supply	13,887.96	9,037.95
Revenue from sale of trading goods	-	390.05
Revenue from services	34.08	0.14
Revenue from operating lease	76.27	81.50
Total	**14,062.70**	**10,599.65**
b) Other operating revenue		
Interest income from finance lease	41.98	47.56
Exchange fluctuation gain (net)	0.17	-
Duty Drawback	-	2.23
Total	**42.15**	**49.79**
Revenue from operations (net)	**14,104.85**	**10,649.44**

(c) Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	14,051.98	10,209.60
At a point-in-time basis	10.72	390.05
Total revenue from contracts with customers	**14,062.70**	**10,599.65**
ii) Revenue by geographical market:		
Within India	14,051.98	10,072.97
Outside India	10.72	526.68
Total revenue from contracts with customers	**14,062.70**	**10,599.65**

iii) Contract balances

The following table provides information about contract balances from contracts with customers as at the reporting date:

Particulars	As at March 31, 2026	As at March 31, 2025
Unbilled revenue (Refer note 6(b)) - Contract assets	6.36	38.67
Advance from Customers (Refer Note 15(b)) - Contract liabilities	7.08	34.66
Unearned revenue (Refer Note 15(a) and (b)) Contract liabilities	149.03	229.05

Contract assets primarily relate to the Group's rights to consideration for work completed but not billed at the reporting date from projects and customised contracts. The Contract assets are transferred to Trade receivables on completion of milestones and its related invoicing.

The contract liabilities relate to unearned revenue and customer advances where performance obligations are yet to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised, with no impact on the Group's cash positions on specific projects.

Contract assets have decreased as the group has provided fewer projects ahead of the agreed payment schedules for fixed-price contracts. Contract liabilities have decreased as the group has received fewer advance against the future products and services to be provided.

iv) Revenue recognised in the reporting period that was included in the contract liabilities balance at the beginning of the year:

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Unearned revenue	63.42	386.75
Customer advance	0.97	299.55

(v) Remaining performance obligations:

The Group applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts that have an original expected duration of one year or less or where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

vi) Reconciliation between revenue recognised in Statement of profit and loss and contract price

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Contract price	14,287.22	10,811.76
Adjustments for:		
Customer claims	(243.07)	(231.14)
Significant Financing Component	18.55	19.03
Pre Operative Revenue Capitalized	(308.00)	-
Total Revenue recognised	**14,062.70**	**10,599.65**

20 Other income

Accounting Policy

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the Consolidated Statement of profit and loss.

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Net gain on current investments designated at fair value through profit or loss (FVTPL)	233.96	104.11
Interest Income on bank deposits	178.19	99.80
Provisions no longer required written back	106.29	75.42
Miscellaneous income	34.58	51.11
Total	**553.02**	**330.44**

21 Cost of raw materials consumed

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Inventories at the beginning of the year	-	-
Add: Purchases	50.42	534.21
Inventories at the end of the year	-	-
Total	**50.42**	**534.21**

Notes to the consolidated financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

22 Employee benefits expense

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Salaries, Wages and Bonus	742.51	288.16
Contribution to provident and other funds (Refer note 16 (c))	140.26	113.40
Gratuity expense (Refer note 16 (c))	74.46	50.33
Staff welfare expenses	89.30	81.71
Total	**1,046.53**	**533.60**

23 Finance costs

Accounting Policy

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs pertaining to qualifying assets are presented as part of financing activities in statement of cash flows.

Judgments

Significant management judgement is involved in determining whether the asset (solar/wind projects) is a qualifying asset using the factors such as period of time to get ready, nature of activities necessary and industry practice. The construction of solar/wind projects involves a period ranging from 12 months to 18 months.

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Interest expense on loan from bank/financial institutions	8,091.12	6,264.30
Interest expense on loan from Holding Company	1,448.63	505.41
Interest and finance charges on lease liabilities	97.74	100.31
Finance cost on redemption liability	354.62	248.36
Other finance costs	130.67	3.72
Total	**10,122.78**	**7,122.10**

24 Depreciation and amortization expense

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Depreciation of property, plant and equipment	5,776.61	3,807.64
Impairment of property, plant and equipment	-	293.81
Depreciation of right-of-use assets	39.23	66.81
Amortization of intangible assets	12.92	20.00
Expenses recovered from group companies	-	-
Total	**5,828.76**	**4,188.26**

25 Other expenses

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Power and fuel	44.85	39.23
Technical charges	106.26	107.04
Site expenses and contract labour charges	420.65	263.47
Operation and maintenance charges	770.69	372.81
Advertisement and sales promotion	2.87	3.00
Rent	15.51	10.96
Rates and taxes	115.19	88.97
Insurance	679.28	404.80
Repairs and maintenance		
- Computers	0.03	0.03
- Others	218.48	62.61
Travelling and conveyance	92.04	71.54
Legal and professional fees	423.25	393.04
Recruitment expenses	0.88	17.48
Director sitting fees	23.10	-
Management overhead fees	278.09	178.75
Provision for impairment allowance of financial assets (net)	34.28	297.42
Exchange fluctuation loss (net)	0.05	8.17
Bad debts written off (Refer note iii)	-	12.56
Loss on sale of asset	991.24	-
Liquidated damages (Refer note (ii))	1,331.48	-
Miscellaneous expenses	96.02	251.58
Total	**5,644.24**	**2,583.46**

(i) None of the Companies in the Group meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current and previous year.

(ii) One of the companies within the Group has recognised a provision for liquidated damages on account of the delay in commissioning the power plant beyond the Scheduled Commercial Operation Date (SCOD) / Extended COD, in accordance with the terms of the Power Purchase Agreement (PPA).

(iii) During the year, the Group has written off security deposits and other receivables amounting to INR 239.11 lakhs (Previous year: Nil) which has been adjusted with impairment provision of Rs. 239.11 lakhs created in the previous year.

26 Exceptional Items

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Insurance income received (refer note below)	4,124.07	-
Impairment Expense on non current assets (refer note 4(a) and 6(a))	(3,394.84)	-
Total	**729.23**	**-**

Note :

During December 2023 and 2024, flooding in Tamil Nadu inundated solar power plants of two subsidiaries, pursuant to which insurance claims towards damaged assets and business interruption amounting to Rs 2,575.05 lakhs and Rs 1,549.02 lakhs, respectively, were settled and recognized as Exceptional Items, and a loss of Rs 986.00 lakhs arising from the disposal of old and flood-affected modules undertaken to restore generation capacity was also recognized as other expense during the year ended March 31, 2026.

27 Loss per share

Accounting Policy

The Group presents the basic and diluted earnings/loss per share (EPS) for its equity shares. Basic EPS is computed by dividing the net profit/ (loss) for the year attributable to the equity shareholders of the Group by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the loss for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Loss attributable to the Equity shareholders of the Group	(7,332.18)	(4,173.25)
Weighted average number of Equity shares of 10/- each	563,217,735	415,337,543
Basic Loss per share	(1.30)	(1.00)
Diluted Loss per share	(1.30)	(1.00)

28 Contingent liabilities and commitments

Accounting Policy

A) Contingent Liability

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

The Group does not have any contingent liability during the year or as at year end.

B) Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Rs.52,850.12 lakhs (March 31, 2025 Rs. 11,434.39 lakhs).

29 Leasing Arrangements

i) Where the Group is lessor

Accounting Policy

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognized on a straight-line basis over the term of the relevant lease.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

a) Amounts receivable under Finance lease -

The Group has entered into certain arrangements with its customers where the Group will supply electricity by installing solar power generating system at customers' premises. The Group has determined, that fulfilment of these arrangements is dependent on the use of a specific asset and the arrangement conveys a right to use these specific asset to the customers. Accordingly, these arrangements qualify as arrangements in the form of lease as specified in Ind-AS 116. Based on the evaluation of terms and conditions of these arrangements, such as the contract term constituting a major part of the economic life of the specific assets, the fair value of the asset and that it has transferred the significant risks and rewards in these assets to the customers, these lease arrangements have been classified as finance leases.

Particulars	Gross Investment in lease		Present value of minimum lease payments	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Within one year	66.51	66.51	59.04	59.04
After one year but not more than five years	140.90	176.66	88.81	109.12
More than five years	205.03	235.79	55.08	59.31
	412.44	**478.96**	**202.93**	**227.47**
Less: Unearned finance income	209.51	251.50	-	-
Present value of minimum lease payments receivable	202.93	227.46	202.93	227.47
Allowance for uncollectible lease payments	-	-	-	-

Particulars	March 31, 2026	March 31, 2025
Current portion of finance lease receivables	66.51	66.51
Non-current portion of finance lease receivables	136.42	160.95

Particulars	March 31, 2026	March 31, 2025
Estimated unguaranteed residual value of assets under finance lease	-	-
Contingent rent recognised as income during the year	-	-
Interest rate inherent in the lease per annum	16.38% - 28.19%	16.38% - 28.19%

(b) Operating Lease

The Group has leased a solar power generating system. The tenure of lease agreement is 15 years.

Particulars	March 31, 2026	March 31, 2025
Lease received for the year	76.27	81.50

Particulars	March 31, 2026	March 31, 2025
Future minimum lease rental receivables under non-cancellable operating leases are as follows:		
Within one year	-	-
After one year but not more than five years	-	-
More than five years	-	-

ii) Group as lessee

Accounting Policy

The Group lease asset classes primarily consist of office buildings and leasehold lands. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (1) the contract involves the use of an identified

Notes to the consolidated financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

asset (2) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

The Group has taken office building and lands on leases for a tenure of 1.5 to 29 years, and has extension option for office building as per mutual consent. There are no variable lease payments and residual value guarantees for these leases.

Extension and termination options are included in a number of leases across the group. These are used to maximise operational flexibility in terms of managing the assets used in the group's operations.

Carrying amounts of lease liabilities and the movements during the year:

Particulars	March 31, 2026	March 31, 2025
At the beginning of the year	1,203.00	1,211.89
Additions	6,057.58	40.63
Accretion of interest*	312.80	109.40
Payments made	(2,425.80)	(158.92)
As at end of the year	**5,147.58**	**1,203.00**
Current portion of lease liabilities	371.05	226.80
Non-current portion of lease liabilities	4,776.53	976.20
Total	**5,147.58**	**1,203.00**

*includes amount of Rs 215.05 lakhs (March 31, 2025 - Rs 9.09 lakhs) capitalised during the year.

Details of amounts recognised in statement of profit and loss

Particulars	March 31, 2026	March 31, 2025
Depreciation expense of right-of-use assets	39.23	66.81
Interest expense on lease liabilities	97.74	100.31
Expense relating to leases of low-value assets (included in other expenses)	15.51	10.96
Total amount recognised in statement of profit and loss	**152.48**	**178.08**

30 Interest in subsidiaries

The consolidated financial statements of the Group includes subsidiaries listed in the table below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Group, and the proportion of ownership interests held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

Sr. No.	Name of the entity	Place of business/ Country of incorporation	Ownership interest	
			March 31, 2026	March 31, 2025
1	First Energy TN 1 Private Limited***	India	100.00%	100.00%
2	First Energy 2 Private Limited*	India	100.00%	100.00%
3	First Energy 3 Private Limited*	India	100.00%	100.00%
4	First Energy 4 Private Limited*	India	100.00%	100.00%
5	First Energy 5 Private Limited*	India	100.00%	100.00%
6	First Energy 6 Private Limited*	India	100.00%	100.00%
7	First Energy 7 Private Limited***	India	100.00%	100.00%
8	First Energy 8 Private Limited (incorporated on August 10, 2024)**	India	100.00%	100.00%
9	First Energy Nine Private Limited (incorporated on February 1, 2024)#	India	100.00%	100.00%
10	First Energy 10 Private Limited (incorporated on March 23, 2024)	India	100.00%	100.00%
11	First Energy 11 Private Limited (incorporated on July 29, 2024)##	India	100.00%	100.00%
12	First Energy 12 Private Limited (incorporated on May 5, 2025)	India	100.00%	Not applicable
13	First Energy 14 Private Limited (incorporated on May 24, 2025)	India	100.00%	Not applicable
14	First Energy 15 Private Limited (incorporated on December 16, 2025)	India	100.00%	Not applicable
15	Jalansar Wind Energy Private Limited*	India	100.00%	100.00%
16	Kanakal Wind Energy Private Limited*	India	100.00%	100.00%

*Includes 26% shares held by non-controlling shareholders for which Non-controlling interests have not been recognised as the Group has assessed that there is no risk reward relationship attributable to them (refer note 12).

** Includes 27% shares held by non-controlling shareholders for which Non-controlling interests have not been recognised as the Group has assessed that there is no risk reward relationship attributable to them (refer note 12).

***Includes 29% shares held by non-controlling shareholders for which Non-controlling interests have not been recognised as the Group has assessed that there is no risk reward relationship attributable to them (refer note 12).

Includes 30% shares held by non-controlling shareholders for which Non-controlling interests have not been recognised as the Group has assessed that there is no risk reward relationship attributable to them (refer note 12).

Includes 31% shares held by non-controlling shareholders for which Non-controlling interests have not been recognised as the Group has assessed that there is no risk reward relationship attributable to them (refer note 12).

31 Related party disclosures

A Parent entity

The group is controlled by the following entities:

Holding Company: Thermax Limited

Ultimate Holding Company: RDA Holdings Private Limited

B Key Management Personnel:

1 Mr. Ashish Bhandari - Director

2 Mr. Rajendran Arunachalam - Director

3 Mr. Hemant Mohgaonkar - Director (till November 27, 2024)

4 Ms. Meher Pheroz Pudumjee- Director

5 Mr. Arun Unni - Director (w.e.f. November 27,2024)

6 Mr. Ravi Damaraju - Chief Executive Officer

7 Mr. Mitish Somani - Chief Financial Officer (till April 5, 2024)

8 Mr. Sumit Rathi - Chief Financial Officer (w.e.f. May 6,2024)

9 Ms. Sampada Sakhare - Company Secretary (till February 7, 2025)

10 Mr. Pranav Pimpale - Company Secretary (w.e.f April 30, 2025)

C Related parties with whom there have been transactions during the year

i) Companies under common control :

1 Thermax Onsite Energy Solutions Limited

2 Thermax Babcock & Wilcox Energy Solutions Private Limited

ii) Others - Entity over which control is exercised by KMP of parent entity:

1 Elgi Equipments Limited (till Jun 30, 2024)

32 Transactions and closing balances with related parties

Particulars	Immediate Holding Company		Others		Companies under common control		Key Management Personnel		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Transactions during the year										
Shares subscribed	22,700.00	1,533.00	-	-	-	-	-	-	**22,700.00**	**1,533.00**
Sales of products and services #	23.14	88.62	-	53.14		4.55	-	-	**23.14**	**146.31**
Sale of Power	106.92	68.51	-	-	108.31	41.49	-	-	**215.23**	**110.00**
Shares Application Money Received	-	1,000.00	-	-	-	-	-	-	**-**	**1,000.00**
Purchase of Property, plant and equipment	-	23.77	-	-	-	-	-	-	**-**	**23.77**
Interest Expense on intercorporate loan	1,448.63	1,857.54	-	-	-	-	-	-	**1,448.63**	**1,857.54**
Reimbursement of expenses paid (including management fees as disclosed in note 26)	370.70	246.73	-	-	-	-	-	-	**370.70**	**246.73**
Loan Taken	61,261.44	38,006.82	-	-	-	-	-	-	**61,261.44**	**38,006.82**
Loan Repaid	58,061.10	51,129.53	-	-	-	-	-	-	**58,061.10**	**51,129.53**
Remuneration to key management personnel*	-	-	-	-	-	-	449.65	42.06	**449.65**	**42.06**

*Does not include provision made for gratuity and leave encashment since the same is calculated for all employees of the company as a whole.

#Others - M/S Elgi Equipments was related party till June 30, 2024

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Immediate Holding Company		Others		Companies under common control		Key Management Personnel		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Outstanding balances as at the year end										
Trade receivable	0.71	25.26	-	1.26		26.35	-	-	**0.71**	**52.87**
Trade payables	224.17	646.25	-	-	-	-	-	-	**224.17**	**646.25**
Unbilled revenue	9.96	12.66	-	-	11.37	-	-	-	**21.33**	**12.66**
Loan Taken	9,761.79	6,115.48	-	-	-	-	-	-	**9,761.79**	**6,115.48**
Other receivables	5.69	5.69	-	-	-	-	-	-	**5.69**	**5.69**
Short term employee benefits	-	-	-	-	-	-	55.42	273.98	**55.42**	**-**
Provision for long term incentive*	-	-	-	-	-	-	338.10	212.39	**338.10**	**212.39**

*Does not include provision made for gratuity and leave encashment since the same is calculated for all employees of the Group as a whole.

Terms and conditions for outstanding balances

1 All outstanding balances are unsecured, interest free except for borrowings and payable in cash. For details of interest on borrowings and loans, refer note 13.

2 All transactions with related parties are assessed to be at arm's length by the management.

3 Key Management Personnel Compensation

Particulars	As at March 31, 2026	As at March 31, 2025
Short term employment benefits	55.42	273.98
Long-term employee benefits	338.10	-231.92

33 Segment reporting

Accounting Policy

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The Board of Directors of the First Energy Private Limited has been identified as the chief operating decision maker of the Group.

Judgements

Ind AS 108 - "Operating Segments" requires Management to determine the reportable segments for the purpose of disclosure in consolidated financial statements based on the internal reporting reviewed by Chief Operating Decision Maker (CODM) to assess performance and allocate resources. The Standard also requires Management to make judgments with respect to aggregation of certain operating segments into one or more reportable segment.

Operating segments used to present segment information are identified based on the internal reports used and reviewed by the Board of Directors to assess performance and allocate resources. The management has determined the some business exhibit similar economic characteristics and meet other aggregation criteria and accordingly aggregated into two reportable segments - CAPEX Business and OPEX Business. CAPEX Business means providing behind the meter solutions like supply of solar power generating systems and related services and OPEX Business means power generation through open access solutions and related services. The CODM evaluates the segments based on their revenue and operating results.

The composition of these segments is given below:

Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

I Information about Business Segments:

Sr. No.	Particulars	March 31, 2026	March 31, 2025
i	**Segment revenue**		
	a. OPEX	14,040.45	9,037.95
	b. CAPEX	64.40	1,611.49
	Income from operations	**14,104.85**	**10,649.44**
ii	**Depreciation and amortization**		
	a. OPEX	5,789.03	4,158.30
	b. CAPEX	39.73	29.96
		5,828.76	**4,188.26**
iii	**Segment results**		
	Profit/(Loss) before tax from each segment		
	a. OPEX	(8,336.60)	(5,116.49)
	b. CAPEX	(145.09)	730.81
	Total	**(8,481.69)**	**(4,385.68)**
	Other unallocable income net of unallocable expenses	442.66	203.91
	Exceptional items (relating to OPEX)	729.23	-
	Total loss before tax	**(7,309.78)**	**(4,181.77)**
iv	**Segment Assets**		
	a. OPEX	292,348.34	191,295.37
	b. CAPEX	1,263.84	939.12
	c. Unallocated	13,572.11	6,058.48
	Total Assets	**307,184.29**	**198,292.97**
v	**Segment Liabilities**		
	a. OPEX	212,268.75	155,710.30
	b. CAPEX	98.66	225.27
	c. Unallocated	9,800.04	6,136.50
	Total Liabilities	**252,568.79**	**162,072.07**

Reconciliations to amounts consolidated in financial statements

Reconciliation of assets

Particulars	March 31, 2026	March 31, 2025
Segment operating assets	293,612.18	192,234.49
Investments	3,739.63	653.62
Cash and bank balances	8,543.40	4,370.61
Income tax assets	710.57	281.95
Other unallocated assets (majorly includes deposits with original maturity of more than 12 months)	578.51	752.30
Total assets	**307,184.29**	**198,292.97**

Reconciliation of liabilities

Particulars	March 31, 2026	March 31, 2025
Segment operating liabilities	242,768.75	155,935.57
Borrowings	9,761.80	6,115.48
Deferred tax liabilities	38.24	21.03
Total liabilities	**252,568.79**	**162,072.07**

II Information about geographic segment

Revenue from external customers

Particulars	March 31, 2026	March 31, 2025
India	14,094.13	10,122.76
Outside India	10.72	526.68
Total	**14,104.85**	**10,649.44**

Non-current asset

Particulars	March 31, 2026	March 31, 2025
India	289,425.90	189,250.14
Outside India	-	-
Total	**289,425.90**	**189,250.14**

III Material items of income and expense : Finance costs

Particulars	March 31, 2026	March 31, 2025
Capex	-	-
Opex	10,122.78	7,122.09
Total	**10,122.78**	**7,122.09**

34I Fair value measurements

Estimates and assumptions

Fair value measurement of unquoted financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of assumption is required in establishing fair values. Assumptions include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(i) Financial assets

Details of financial assets carried at amortised cost:

Particulars	March 31, 2026	March 31, 2025
Trade receivables	2,315.36	1,370.64
Finance Lease receivables	202.93	227.46
Cash and cash equivalents	6,454.40	4,187.55
Bank balances other than cash and cash equivalents	2,089.00	183.06
Other financial assets	1,786.58	1,844.65
Total	**12,848.27**	**7,813.36**
Current assets	12,612.32	7,520.51
Non-current assets	235.95	292.85
Total	**12,848.27**	**7,813.36**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Break-up of financial assets carried at fair value through profit and loss

Particulars	March 31, 2026	March 31, 2025
Financial assets		
Investments		
Mutual funds	3,739.63	653.62
Total financial assets (Current)	**3,739.63**	**653.62**

Fair value of market linked mutual funds is determined using Net Asset Value (NAV) report issued by mutual fund house.

(ii) Financial liabilities

Details of financial liabilities carried at amortised cost

Particulars	March 31, 2026	March 31, 2025
Borrowings	211,562.70	151,198.16
Trade payables	1,002.42	1,291.97
Other financial liabilities	32,125.79	6,622.50
Total	**244,690.91**	**159,112.63**
Current liabilities	85,772.29	50,563.51
Non current liabilities	158,918.62	108,549.12
Total	**244,690.91**	**159,112.63**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

II Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2026 and March 31, 2025

	Date of valuation	Level 1	Level 2	Level 3
Financial assets				
Investments				
Mutual funds	March 31, 2026	3,739.63	-	-
Mutual funds	March 31, 2025	653.62	-	-

Notes to the consolidated financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of NAV based on report issued by mutual fund house.

35 Financial risk management

The Group's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include trade and other receivables and cash and cash equivalents that are derived directly from its operations. The Group also holds investments measured at fair value through profit and loss.

Risk is inherent in the Group's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Group's continuing operations. The Group is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. No significant changes were made in the risk management objectives and policies during the years ended March 31, 2026 and March 31, 2025. The management of the Group reviews and agrees policies for managing each of these risks which are summarised below:

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and price risk. The management of the Group has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a 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 interest rate primarily relates to the Group's debt obligations with floating interest rates.

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	March 31, 2026	March 31, 2025
Variable rate borrowings	155,511.21	105,372.61

Sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in the interest rates on borrowings at variable interest rate. With all the other variables held constant, the Group's loss before tax is affected through the impact on floating rate borrowings, as follows:

Impact on profit after tax	March 31, 2026	March 31, 2025
Interest rates - increase by 25 basis points (previous year - 50 basis points)	(240.65)	(346.64)
Interest rates - decrease by 25 basis points (previous year - 50 basis points)	240.65	346.64

b Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Group's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Group operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD.

Foreign exchange risk is managed on the basis of limits determined by management and a continuous assessment of current and expected exchange rate movements. The exposure to foreign currencies is not significant to the Group's financials statements.

c Price risk

The Group's investments are susceptible to market price risk arising from uncertainties about future values of the investment securities. These securities are unquoted. The Group manages the price risk through placing limits on individual and total equity/ mutual fund instruments. Reports on the investment portfolio are submitted to the management on a regular basis. The Group is not currently exposed significantly to such risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables, lease receivable and contract assets) and from its investing activities, including deposits with banks and other financial instruments.

Trade receivables and contract assets

Customer credit risk is managed by the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits and risk of potential default based on defined credit risk parameters. An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous group and assessed for impairment collectively. The calculation is based on losses as per historical data adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. For details of charge of Impairment of trade receivables and unbilled revenue refer note 9.

Expected credit loss for trade receivables and contract assets under simplified approach

Trade receivables	As at March 31, 2026		
	Gross	Expected loss rate	Expected loss allowance
Unbilled	1,139.80	0%	-
Outstanding for following periods from the due date			
Not due	248.94	0%	-
Less than 6 months	470.72	0%	-
More than 6 months	548.50	17%	92.59
Total	**2,407.96**		**92.59**

Trade receivables	As at March 31, 2025		
	Gross	Expected loss rate	Expected loss allowance
Unbilled	1,102.63	0%	-
Outstanding for following periods from the due date			
Not due	8.93	0%	-
Less than 6 months	186.44	0%	-
More than 6 months	130.95	45%	58.31
Total	**1,428.95**		**58.31**

Expected credit loss for contract assets under simplified approach

Contract assets	As at March 31, 2026		
	Gross	Expected loss rate	Expected loss allowance
Not due	32.31	0%	-
Less than 6 months	-	0%	-
6 months - 1 year	-	0%	-
Total	**32.31**		**-**

Contract assets	As at March 31, 2025		
	Gross	Expected loss rate	Expected loss allowance
Not due	67.05	0%	-
Less than 6 months	-	0%	-
6 months - 1 year	-	0%	-
Total	**67.05**		**-**

Balances with Banks

Credit risk from balances with banks is managed by the Group's finance department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

Other financial assets carried at amortised cost

Group's exposure to other financial asset includes security deposits and lease receivables which is considered to be low risk. No loss allowance is required to be recognised except for the balances for which provision has been recognised, refer note 9 and note 26 for details of impairment provision recognised.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Group's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the group's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

March 31, 2026	On Demand	< 1 year	1 to 3 years	> 3 years
Non- derivative				
Borrowings	411.62	57,460.80	12,843.75	141,826.10
Lease Liabilities	-	371.05	979.61	8,719.11
Trade Payables	-	1,002.42	-	-
Other payables	-	26,897.45	355.00	15,402.88

March 31, 2025	On Demand	< 1 year	1 to 3 years	> 3 years
Non- derivative				
Borrowings	411.62	45,572.88	8,676.83	97,210.39
Lease Liabilities	-	226.80	262.55	2,588.42
Trade Payables	-	1,291.97	-	-
Other payables	-	3,287.16	355.00	9,379.78

36 Capital management

The Group's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Group. The Group determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. No changes were made in the objectives, policies or processes during the years ended March 31, 2026 and March 31, 2025. Capital represents equity attributable to equity holders of the Group.

The Group monitors capital using a gearing ratio which is net debt/ obligation dividend by total equity. The Group's policy is to keep the gearing ratio optimum.

Particulars	March 31, 2026	March 31, 2025
Borrowings (including accrued interest)	195,673.00	151,198.16
Lease Liabilities	5,147.58	1,202.99
Less: Cash and cash equivalents (includes other bank balances)	8,543.40	4,370.61
Net debt	**192,277.18**	**148,030.54**
Equity	54,615.50	36,220.90
Net Debt to Equity*	**3.52**	**4.09**

* Variation due to significant increase in debt as compared to last year is due to increase in total equity.

Loan covenants

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. Some of the debt covenants were not complied as at March 31, 2026 (refer note 13(a)).

37 Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

Notes to the consolidated financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

The Company has a process to take daily back-up of books of account maintained in electronic mode.

38 Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that audit trail feature has not been enabled at the database level to log any direct data changes

39 Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Group does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Group has not traded or invested in crypto currency or virtual currency during the current and previous year.

(iv) There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Group has working capital limits of more than Rs. 5 crores. however, the group is required to file monthly returns or statement of current assets with the banks.

(vi) None of the Companies in the group have been declared willful defaulter by any bank or financial institution or government or government authorities.

(vii) The Group has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(viii) The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous year.

40 The Company has entered into a Share Purchase Agreement (SPA) with the former owners of Onix Two Enersol Private Limited (OTEPL) on September 6, 2024, to acquire 100% of OTEPL's shares for INR 1 lakh. The agreement specified certain precedent conditions that were to be fulfilled by October 5, 2024. These conditions remained unfulfilled and a further extension of six months was granted. These conditions were not complied even in the extended period. Accordingly in previous years, the acquisition did not consummate and hence not considered as an investment in the standalone financial statements and disclosed in other financial assets. On January 2, 2026, the Company entered into an agreement to transfer the OTEPL shares back to the original sellers for a consideration of INR 1 lakh. Pursuant to this agreement, the shares were duly transferred and the consideration was received by the Company, thereby resulting in the closure of this acquisition.

41 Utilisation of borrowed funds and share premium

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:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

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

(a) 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

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

42 Additional Information as per Section 129 of the Companies Act, 2013 – Annexure I.

43 Previous period figures have been regrouped/reclassified to conform to current year's classification. These mainly include:

Particulars	Previously reported amount - Year ended March 31, 2025	Effect of reclassification	Revised Amount
		Interest accrued classified to Financial instruments	
Borrowings (Current)	45,445.67	538.71	45,984.38
Other financial liabilities (Current)	3,825.87	-538.71	3,287.16

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No.: 125557

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN : 10831177

Ravi Damaraju
Chief Executive Officer

Sumit Rathi
Chief Financial Officer

Pranav Pimpale
Company Secretary

Place: Pune
Date : May 04, 2026

First Energy Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Annexure I

Additional information required by Schedule III

Disclosure of additional information pertaining to the parent company, and its subsidiaries: For the year ended March 31, 2026

Name of the Entity	Net Assets (Total assets-total liabilities)		Share in Profit and loss (PAT)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a % of consolidated net assets	Amount	As a % of consolidated profit or loss	Amount	As a % of consolidated Other Comprehensive Income	Amount	As a % of consolidated Total Comprehensive Income	Amount
Parent Company								
First Energy Private Limited	100.60%	54,941.00	36.24%	(2,657.15)	100.00%	22.40	36.04%	(2,634.75)
Indian subsidiaries								
First Energy TN 1 Private Limited	3.57%	1,951.24	1.64%	(120.31)	0.00%	-	1.65%	(120.31)
First Energy 2 Private Limited	1.87%	1,023.52	0.12%	(8.57)	0.00%	-	0.12%	(8.57)
First Energy 3 Private Limited	12.49%	6,823.26	9.53%	(699.07)	0.00%	-	9.56%	(699.07)
First Energy 4 Private Limited	9.80%	5,352.15	-7.22%	529.45	0.00%	-	-7.24%	529.45
First Energy 5 Private Limited	15.07%	8,228.12	13.75%	(1,008.47)	0.00%	-	13.80%	(1,008.47)
First Energy 6 Private Limited	7.71%	4,208.88	-7.66%	561.87	0.00%	-	(7.69%)	561.87
First Energy 7 Private Limited	3.44%	1,876.54	-0.03%	2.41	0.00%	-	(0.03%)	2.41
First Energy 8 Private Limited	4.87%	2,660.79	67.22%	(4,928.34)	0.00%	-	67.42%	(4,928.34)
First Energy Nine Private Limited	0.89%	483.57	-0.11%	7.85	0.00%	-	(0.11%)	7.85
First Energy 10 Private Limited	24.50%	13,378.89	-0.53%	38.70	0.00%	-	(0.53%)	38.70
First Energy 11 Private Limited	22.06%	12,049.46	-0.49%	35.98	0.00%	-	(0.49%)	35.98
First Energy 12 Private Limited	1.46%	796.19	-0.09%	6.79	0.00%	-	0.00%	6.79
First Energy 14 Private Limited	(0.00%)	(1.47)	0.03%	(2.47)	0.00%	-	0.00%	(2.47)
First Energy 15 Private Limited	0.00%	0.04	0.01%	(0.96)	0.00%	-	0.00%	(0.96)
Jalansar Wind Energy Private Limited	0.32%	175.43	0.10%	(6.98)	0.00%	-	0.10%	(6.98)
Kanakal Wind Energy Private Limited	0.53%	290.53	0.10%	(7.06)	0.00%	-	0.10%	(7.06)
Consolidation Adjustment	(109.17%)	(59,622.64)	-12.60%	924.15	0.00%	-	(12.64%)	924.15
Total	**100.00%**	**54,615.50**	**100.00%**	**(7,332.18)**	**100.00%**	**22.40**	**100.00%**	**(7,309.78)**

Disclosure of additional information pertaining to the parent company, and its subsidiaries: For the year ended March 31, 2025

Name of the Entity	Net Assets (Total assets-total liabilities)		Share in Profit and loss (PAT)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a % of consolidated net assets	Amount	As a % of consolidated profit or loss	Amount	As a % of consolidated Other Comprehensive Income	Amount	As a % of consolidated Total Comprehensive Income	Amount
Parent Company								
First Energy Private Limited	99.28%	35,961.71	10.57%	(441.10)	100.00%	22.85	10.08%	(418.25)
Indian subsidiaries								
First Energy TN 1 Private Limited	5.43%	1,967.15	1.32%	(55.27)	0.00%	-	1.33%	(55.27)
First Energy 2 Private Limited	2.85%	1,032.09	0.35%	(14.72)	0.00%	-	0.35%	(14.72)
First Energy 3 Private Limited	20.77%	7,522.32	32.42%	(1,353.03)	0.00%	-	32.60%	(1,353.03)
First Energy 4 Private Limited	13.31%	4,822.72	30.86%	(1,287.90)	0.00%	-	31.03%	(1,287.90)
First Energy 5 Private Limited	25.51%	9,238.22	2.63%	(109.92)	0.00%	-	2.65%	(109.92)
First Energy 6 Private Limited	10.07%	3,647.00	16.62%	(693.72)	0.00%	-	16.71%	(693.72)
First Energy 7 Private Limited	5.24%	1,897.10	-0.95%	39.66	0.00%	-	-0.96%	39.66
First Energy 8 Private Limited	20.89%	7,568.06	0.47%	(19.59)	0.00%	-	0.47%	(19.59)
First Energy Nine Private Limited	1.31%	475.72	-0.09%	3.76	0.00%	-	-0.09%	3.76
First Energy 10 Private Limited	2.66%	963.69	0.38%	(16.02)	0.00%	-	0.39%	(16.02)
First Energy 11 Private Limited	-0.01%	(1.97)	0.07%	(2.97)	0.00%	-	0.07%	(2.97)
Jalansar Wind Energy Private Limited	0.50%	182.41	0.28%	(11.62)	0.00%	-	0.28%	(11.62)
Kanakal Wind Energy Private Limited	0.82%	297.59	0.13%	(5.54)	0.00%	-	0.13%	(5.54)
Consolidation Adjustment	(108.65%)	(39,352.90)	4.92%	(205.26)	0.00%	-	4.95%	(205.26)
Total	**100.00%**	**36,220.90**	**100.00%**	**(4,173.25)**	**100.00%**	**22.85**	**100.00%**	**(4,150.40)**

THERMAX BIOENERGY SOLUTIONS PRIVATE LIMITED

Board of Directors
Rajendran Arunachalam
Arun Unni
Vasundhara Sen
(Appointed w.e.f September 26, 2025)
Rajan Nair
Kirtiraj Jilkar (Resigned w.e.f November 18, 2025)
Mahesh Channakeshaviah Bukinkere
(Resigned w.e.f November 18, 2025)
Sandeep Mukherjee
(Resigned w.e.f November 5, 2025)

Registered Office
Thermax House,
14, Mumbai – Pune Road, Wakdewadi,
Pune – 411003

Corporate Office
Energy House, D-II Block,
Plot No. 38 & 39
MIDC Chinchwad
Pune - 411 019

Key Managerial Personnel
Deodatta Deshpande (CEO)
Harish Tikotkar (CFO) (upto May 2, 2025)
Rohit Mittal (CFO w.e.f. May 3, 2025)
Shruti Ghalsasi (Company Secretary
w.e.f. January 10, 2025)

Auditors
Price Waterhouse Chartered Accountants LLP
7th Floor, Tower A, Wing 1,
Business Bay, Airport Road,
Yerwada, Pune-411006

Bankers
HSBC Bank
ICICI Bank Limited
Axis Bank

DIRECTORS' REPORT

Dear Shareholder,

The Directors have the pleasure of presenting the Fourth Annual Report of the Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	FY 2025-26	FY 2024-25
Total income	**26,596.11**	**57,151.47**
(Loss)/Profit before depreciation and interest	**(2,733.14)**	**(9,227.40)**
Depreciation	**49.15**	**89.56**
Interest	**513.37**	**82.28**
(Loss)/Profit before tax	**(3,295.66)**	**(9,399.24)**
Provision for taxation (incl. deferred tax)	**--**	**--**
(Loss)/Profit after tax	**(3,295.66)**	**(9,399.24)**

STATE OF COMPANY'S AFFAIRS

In the Financial Year 2025-26, the Company's total income is Rs. 26,596.11 lakh (previous year Rs. 57,151.47 lakh). Loss before tax is Rs. 3,295.66 lakh (previous year loss Rs. 9,399.24 lakh). The order balance of the Company as on March 31, 2026 was Rs. 23,375.77 lakh (previous year Rs. 31,494.61 lakh).

The loss for the year was due to cost increases in equipment and construction of Bio-CNG plants to achieve technology stabilization for certain biomass feedstock.

The Company is reasonably confident of meeting performance requirements of its contracts and has taken suitable actions for the same.

The Company will make efforts to leverage the extra costs incurred on technology changes in the year for its future business.

The Company is in the business of setting up BioCNG or renewable natural gas plants on engineering, procurement and construction (EPC) by partnering with technology partners globally.

The Company aspires to be a market leader in this segment and aims to deliver high quality solutions to the potential customers and assist them to get the best financial returns on their investment during lifecycle of the project.

OPERATIONS

In the year, the Company has commissioned 7 BioCNG plants in FY26 bringing the total to 14 commissioned plants. The company has produced ~19,400 tonne BioCNG from all its commissioned plants in FY26. The average production from all commissioned plants has exceeded 100 tonne BioCNG per day.

HEALTH AND SAFETY

The Company will ensure focus and continuous improvement on its Safety and Health standards. The Stage 1 and Stage 2 audits of ISO 45001 and ISO 14001 have been completed. Certification is expected in Q1 FY27.

MATERIAL CHANGES AFFECTNG FINANCIAL POSITION OF THE COMPANY

The financial position is affected as per changes explained above in State of Company's Affairs.

DIVIDEND

The Directors do not recommend any dividend on equity shares during year.

AMOUNT PROPOSED TO BE CARRIED TO RESERVES

The Company does not propose to carry any amount to reserves.

SHARE CAPITAL

The Company has authorized share capital of Rs.50,00,00,000 divided into 5,00,00,000 equity shares of Rs. 10 each as on March 31, 2026. Further the subscribed, issued and paid up share capital of the Company is Rs. 38,00,00,000 divided into 3,80,00,000 equity shares of Rs. 10 each as on March 31, 2026.

During the period under review, at the Board Meeting held on May 2, 2025, the Directors approved the issuance of shares to the existing shareholders of the Company on a rights basis. However, the Company received renunciation letters from all other shareholders in favor of Thermax Limited. Accordingly, the Company allotted a total of 1,30,00,000 equity shares, aggregating to Rs. 13,00,00,000, to Thermax Limited. As a result, Thermax Limited's shareholding in the Company increased from 65% to 76.97%. The details of the rights issue are as follows:

Date of Issue	Number of Shares	Nominal value per share (Rs.)	Amount paid up (Rs.)	Allotted to
May 2, 2025	1,30,00,000	Rs. 10/-	13,00,00,000	Thermax Limited

The Thermax Limited entered into a Master Addendum Agreement and Share Purchase Agreement for the acquiring the remaining stake of the Company from Everenviro Resource Management Private Limited. In accordance with the terms of the agreements, the Company has become the Wholly Owned Subsidiary of Thermax Limited. This Transfer was duly noted by the Board through circular resolution dated August 20, 2025.

During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company does not have any subsidiary, joint venture or associate Company as on March 31, 2026.

THERMAX BIOENERGY SOLUTIONS PRIVATE LIMITED

PUBLIC DEPOSITS

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of loans and investments covered under the provisions of section 186 of the Companies Act, 2013, are given in the notes to the Financial Statements.

BUSINESS RISK MANAGEMENT & STATEMENT ON DEVELOPMENT AND IMPLEMENTING RISK MANAGEMENT POLICY INCLUDING THE IDENTIFICATION OF RISK BY THE BOARD AND STRATEGY TO MITIGATE THE RISK

The Company has a process in place for continuous and online risk management pertaining to the core business especially this being first-of-a-kind (FOAK) business segment and dependent on government policies. The Company is actively monitoring the same.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Internal controls are reviewed by Internal Audit Department of the holding Company on a periodical basis. All significant and material observations emerging out of Internal Audit are regularly reported to the Board and follow-up measures are taken.

STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS

The financial statements for the year ended March 31, 2026, have been prepared as per Schedule III to the Companies Act, 2013, as amended from time to time. The consolidated financial statements of the group are prepared in compliance with the Accounting Standards.

CORPORATE SOCIAL RESPONSIBILITY

The Company does not fall under the criteria defined under Section 135 of Companies Act, 2013 as on March 31, 2026. Hence, the Corporate Social Responsibility provisions are not attracted.

KEY MANAGERIAL PERSONNEL (KMP)

During the period under review, Mr. Rohit Mittal has been appointed as Chief Financial Officer and KMP of the Company from May 3, 2025.

DIRECTORS

As on March 31, 2026, the Board of the Company comprises Four Directors. In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Arun Unni (DIN: 10831177), retires by rotation and being eligible, offers himself for re-appointment.

Following are the changes in Board composition during FY 2025-26.

Sr. No.	Name of Director	Appointment/ Resignation	Directorship/ category	Effective date	Whether the change has been approved by members.
1.	Mr. Anoop Poddar	Resignation	Non-executive Director	April 14, 2025	Not Required
2.	Ms. Vasundhara Sen	Appointment	Additional Non- Executive Director	September 26, 2025	Will be regularized in the AGM to be held in FY 2026-27.
3.	Mr. Sandip Mukherjee	Resignation	Non- Executive Independent Director	November 5, 2025	Not Required
4.	Mr. Kirtiraj Jilkar	Resignation	Non-executive Director	November 18, 2025	Not Required
5.	Mr. Mahesh Bukinkere	Resignation	Non-executive Director	November 18, 2025	Not Required
6.	Mr. Arun Unni	Change in designation	Non- Executive Director	August 14, 2025	Regularized in the Annual General meeting held on August 14, 2025.

POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The policy on Appointment and Remuneration of Directors and Key Managerial Personnel was adopted by the Board in the meeting held on January 10, 2025. No Director receives remuneration from the Company, except Independent Directors who are paid sitting fees approved by the Board for attending each Board or Committee meeting. A detailed policy is annexed herewith as Annexure 1 and forms part of this report.

DECLARATION BY INDEPENDENT DIRECTORS

For the period under review, both the Independent Directors as on April 1, 2025 have shared the declarations confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have also confirmed that their names have been added to the data bank maintained by the Indian Institute of Corporate Affairs for Independent Directors, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

INDEPENDENT DIRECTORS MEETING

As of March 31, 2026, the Board comprised only one Independent Director. Accordingly, in compliance with applicable governance requirements, the separate meeting of Independent Directors could not be convened.

COMMITTEES OF THE BOARD

Upon the transfer of 87,50,000 equity shares from Everenviro to Thermax Limited, the Company has become a wholly owned subsidiary of Thermax Limited. The transfer was made effective and taken on record by the Board on August 20, 2025 through a circular resolution.

Consequently, in accordance with the provisions of Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the Company has become exempt from the requirement to constitute an Audit Committee and a Nomination and Remuneration Committee. Accordingly, both Committees were dissolved by the Board at its meeting held on November 4, 2025.

The details of the Committees prior to their dissolution are as follows:

AUDIT COMMITTEE

The Committee comprised the non-executive Independent Directors viz Mr. Sandip Mukherjee as the Chairman and Mr. Rajan Nair & Mr. Rajendran Arunachalam as the members of the Committee. The Committee met four time during the period under review i.e. on May 2, 2025, May 9, 2025, July 24, 2025 and November 4, 2025. Details of meetings attended by members are as follows:

Name of the member	May 2, 2025	May 9, 2025	July 24, 2025	November 4, 2025
Mr. Sandip Mukherjee	P	P	P	P
Mr. Rajan Nair	P	P	P	P
Mr. Rajendran Arunachalam	P	A	P	P

NOMINATION AND REMUNERATION COMMITTEE

The Committee comprises the non-executive Directors viz Mr. Arun Unni as the Chairman and Mr. Rajan Nair, Mr. Sandip Mukherjee & Mr. Anoop Poddar as members of the Committee. Upon the resignation of Mr. Anoop Poddar, he ceased to be the member of the Committee and the Committee continued the functions. The Committee met one time during the period under review, i.e. on May 2, 2025 where all three members were present.

BOARD MEETINGS

The Board met five times on May 2, 2025, May 9, 2025, July 25, 2025, November 4, 2025 and January 28, 2026 during the year. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. Details of meetings attended by the members are as follows:

	Attendance of Board members				
	May 2, 2025	May 9, 2025	July 24, 2025	November 4, 2025	January 28, 2026
Mr. B. C. Mahesh	P	A	P	A	NA
Mr. Rajendran Arunachalam	P	A	P	P	P
Mr. Arun Unni	A	P	P	P	P
Mr. Kirtiraj Jilkar	P	A	P	A	NA
Ms. Vasundhara Sen	NA	NA	NA	P	P
Mr. Sandip Mukherjee	P	P	P	P	NA
Mr. Rajan Nair	P	P	P	P	P

NA: Not Applicable P: Present A: Absent

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

(c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The Directors have prepared the annual accounts on a going concern basis; and

(e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SECRETARIAL STANDARDS

The Company follows the Secretarial Standards issued by the Institute of Company Secretaries of India on the Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2). The Company is in compliance with these secretarial standards.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance and of its individual Directors.

RELATED PARTY TRANSACTIONS

All related party transactions (RPTs) that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant transactions entered into by the Company with the related parties which may have a potential conflict with the interest of the Company at large. Therefore, requirements of disclosure of RPTs in AOC-2 are not attracted.

A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the Financial Statements.

CONSERVATION OF ENERGY

The Company is in the business of setting up of green Bio-CNG plants for its customers which produce CNG out of agricultural/municipal waste replacing fossil fuel.

TECHNOLOGICAL ABSORPTION

There was no technology acquisition and absorption during the year under review.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Information pertaining to foreign exchange earnings and outgo, under Section 134(3)(m) of the Companies Act, 2013 is as follows:

(Rs. in lakhs)

	Current Year	Previous Year
Foreign exchange earnings	Nil	Nil
Foreign exchange outgo	600.56	5,046.07

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, duly amended, in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the Company secretary. The information is also available for inspection at the registered office during working hours up to the date of the Annual General Meeting.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

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

The Company is committed to provide a safe and conducive work environment to its employees. The Company has Internal Committee as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There were no cases pending at the beginning of the year/ filed during the year, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

A. Number of Sexual Harassment Complaints received: Nil

B. Number of Sexual Harassment Complaints disposed off: Nil

C. Number of Sexual Harassment Complaints beyond 90 days: Nil

STATUTORY AUDITORS

M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016) were appointed as Statutory Auditors of the Company to fill up the casual vacancy caused due to resignation of M/s. SRBC & Co. LLP, Chartered Accountants.

The Members of the Company have approved the appointment of M/s. Price Waterhouse Chartered Accountants LLP as statutory auditors of the Company by way of Ordinary Resolution passed in the Extra Ordinary General Meeting held on September 22, 2025 for conducting the audit of FY 2025-26. The appointment is valid till the Conclusion of Annual General meeting to be held in the financial year 2026-27. They shall be reappointed subject to the approval of members in upcoming Annual General Meeting for further period of five financial years.

The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

SECRETARIAL AUDITORS

In accordance with the provisions of Section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. Amit Jaste & Associates, Company Secretaries, Mumbai, have been appointed as Secretarial Auditors of the Company by the Board in the meeting held on May 2, 2025 to undertake the secretarial audit for FY 2025-26.

THERMAX BIOENERGY SOLUTIONS PRIVATE LIMITED

The Secretarial Audit Report for FY 2025-26 is attached as Annexure 2. The Secretarial Audit Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

COST AUDITORS

In terms of Section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Amendment Rules, 2014, M/s. Dhananjay V. Joshi & Associates, Cost Accountants, Pune, have been appointed as the cost auditors of the Company by the Board in the meeting held on May 2, 2025 for FY 2025-26.

COST RECORDS

The maintenance of cost records as specified under Section 148 of the Act, is applicable to the Company and accordingly all the cost records are made and maintained by the Company and audited by the cost auditors.

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

ANNUAL RETURN

The Company does not have any official website, hence provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 are not applicable.

RESTRICTION ON PURCHASE BY COMPANY OR GIVING OF LOANS BY IT FOR PURCHASE OF ITS SHARES

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company other than its Directors or Key Managerial Personnel, for purchase or subscribe shares of the Company.

THE INSOLVENCY AND BANKRUPTCY CODE, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016. During the year there is no instance of one-time settlement with any Bank or Financial Institution, during the year under review.

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

There was no such instance occurred during the period under review.

NUMBER OF EMPLOYEES AS ON CLOSURE OF FINANCIAL YEAR

A. Male: 187

B. Female: 17

C. Transgender: 0

A STATEMENT BY THE COMPANY WITH RESPECT TO THE COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961

The Company has complied with the Provisions relating to the maternity Benefits Act, 1961.

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors of
Thermax Bioenergy Solutions Private Limited

	Rajendran Arunachalam	**Arun Unni**
	Director	Director
Pune, May 4, 2026	DIN: 08446343	DIN: 10831177

ANNEXURE - 1

Policy on the Selection and Appointment of Directors and the Remuneration of Directors, Key Managerial Personnel (KMP), and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Directors, based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors, KMP and other employees of the Company. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict-of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration of Non- Executive Directors (NEDs):

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the NRC shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD & WTD:

i. At the time of appointment or re-appointment, the Managing Director (MD) and Whole Time Director (WTD) shall be paid such remuneration as may be mutually agreed between the Company (which includes the NRC and the Board of Directors) and the MD & WTD within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD & WTD is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the NRC shall ensure/consider the following:

a. the relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD & WTD the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component (Short Term Incentive Plan (STIP) and Long-Term Incentive Plan (LTIP)

(ii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

(6) Remuneration criteria for employees:

Employees shall be assigned grades/bands according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade/ bands and shall be based on various factors such as job profile, skill sets, seniority, experience, performance and prevailing remuneration levels for equivalent jobs..

THERMAX BIOENERGY SOLUTIONS PRIVATE LIMITED

Annexure-2

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,
Thermax Bioenergy Solutions Private Limited,
S No. 14/D, F P No. 32(33) Wakadewadi,
Mumbai-Pune Road, Pune - 411003

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Thermax Bioenergy Solutions Private Limited** (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 our opinion thereon.

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

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **(not applicable to the Company during the Audit period)**

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; **(not applicable to the Company during the Audit period)**

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder; **(not applicable to the Company during the Audit period)**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): **(Following sub-clauses (a)to(h) are not applicable to the Company during the Audit period as Company continues to be an Unlisted Public Company in its Articles under Section 2(71) of the Act)**

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

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

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

d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021;

e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018

vi) There are no specific laws applicable to the Company, as confirmed by the Company.

I have also examined compliance with applicable clauses of the following:

a. Secretarial Standards (SS.1 relating to meetings of Board of Directors & SS.2 relating to General Meetings) issued by the Institute of Company Secretaries of India.

b. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **(Not applicable to the Company during the Audit Period)**

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, except when meetings were called at shorter notice as permitted u/s. 173(3) of the Act and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of Board of Directors.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period:

- The Board has made allotment of 1,30,00,000 Equity Shares at face value of Rs. 10/- each, on right basis, to the existing shareholders by circular resolution passed on May 7, 2025.
- Pursuant to transfer of 87,50,000 equity shares from Everenviro Resource Management Private Limited to Thermax Limited, the Company has become a wholly owned subsidiary of Thermax Limited w.e.f. August 20, 2025 and the Shareholders Agreement dated July 2022 between Thermax Limited and Everenviro Resource Management Private Limited stands terminated.
- Pursuant to special resolution passed at Extra Ordinary General Meeting held on May 9, 2025 the limit under Section 180(1)(a) and Section 180(1)(c) has been increased to Rs. 150 Crores.
- Pursuant to special resolution passed at Extra Ordinary General Meeting held on May 9, 2025 the limit under Section 186 has been increased to Rs. 10 Crores.
- Pursuant to special resolution passed at Annual General Meeting held on August 14, 2025 the limit under Section 186 has been increased to Rs. 23 Crores.

For Amit Jaste & Associates
Practising Company Secretaries
Proprietor
Peer Review No. 1751/2022

Amit Jaste **FCS No.:7289**
Proprietor **CP No.:12234**

Date: May 04, 2026
Place: Mumbai
UDIN: F007289H000274831

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,
Thermax Bioenergy Solutions Private Limited
Thermax House, 14, Mumbai Pune Road,
Wakdewadi, Pune MH 411003

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

1) Maintenance of secretarial records 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 financial records and Books of Accounts of the company.

4) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.

5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on 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 Amit Jaste & Associates
Practising Company Secretaries
Proprietor
Peer Review No. 1751/ 2022

Amit Jaste **FCS No.:7289**
Proprietor **Peer review No. CP No.: 12234**

Date: May 04, 2026
Place: Mumbai

UDIN: F007289H000274831

THERMAX BIOENERGY SOLUTIONS PRIVATE LIMITED

INDEPENDENT AUDITOR'S REPORT

To the Members of Thermax Bioenergy Solutions Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Thermax Bioenergy Solutions Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those Charged with Governance for the Financial Statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - 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 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 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.

10. 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.

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

Other Matter

12. The financial statements of the Company for the year ended March 31, 2025, were audited by prior auditors under the Act who, vide their report dated May 09, 2025 expressed an unmodified opinion on those financial statements.

Report on Other Legal and Regulatory Requirements

13. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

    (g) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company has made provision as at March 31, 2026, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long-term contracts – refer note 19 to the financial statement. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 40(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in Note 40(ix) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used multiple accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software as described in Note 41 to the financial statements. During the course of our audit, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention, as stated in Note 41 to the financial statements.

15. The Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557
UDIN: 26125557CQVGEB5502

Date: May 04, 2026
Place: Pune

THERMAX BIOENERGY SOLUTIONS PRIVATE LIMITED

Annexure A to Independent Auditor's Report

Referred to in paragraph 14(f) of the Independent Auditor's Report of even date to the members of Thermax Bioenergy Solutions Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Thermax Bioenergy Solutions Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557
UDIN:26125557CQVGEB5502

Date: May 04, 2026
Place: Pune

Annexure B to Independent Auditor's Report

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of Thermax Bioenergy Solutions Private Limited on the financial statements for the year ended March 31, 2026

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

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

(B) The Company is maintaining proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment of the Company are physically verified by the Management according to a phased programme designed to cover all the items over a period of 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme a portion of the Property, Plant and Equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

(c) The Company does not own any immovable properties (Refer Note 4(a) to the financial statements). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company

(d) The Company has not revalued its Property, Plant and Equipment or Intangible Assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or Intangible Assets does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) [formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)] and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The physical verification of inventory excluding stocks with third parties has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

(b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account.

iii. (a) The Company has made investments in one mutual fund scheme. The Company has not granted any loans / advances in nature of loans or stood guarantee or provided security to any parties during the year. Accordingly, reporting under clause 3(iii)(c), 3(iii)(d), (iii)(e) and 3(iii)(f) of the Order is not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products and services. We have broadly reviewed the books of account maintained by the Company pursuant to the said requirement, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. (a) In our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income tax, though there has been a slight delay in a few cases and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and services tax and other statutory dues as applicable, with the appropriate authorities. However, there are no arrears of statutory dues outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion, the term loans have been applied for the purposes for which they were obtained. (Also, refer Note 15 to the 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 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 procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, the Company has received whistle-blower complaints during the year, which have been considered by us for any bearing on our audit and reporting under this clause.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company has constituted an Audit Committee voluntarily (which has been subsequently dissolved with effect from November 04, 2025), though the provisions of Section 177 of the Act do not apply to the Company and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

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

(b) We were unable to obtain the Internal Audit Reports for the period from January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group [as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025] has one CIC as part of the Group.

xvii. The Company has incurred cash losses of Rs. 2,382.91 lakhs in the financial year and of Rs. 8,308.50 lakhs in the immediately preceding financial year.

xviii. There has been resignation of the statutory auditors during the year and we did not note any issues, objections or concerns raised by the outgoing auditors.

xix. On the basis of the financial ratios disclosed in note 38 to the financial statements, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions including letter of financial support obtained by the Company from the Holding Company (also refer note 44 to the financial statements), 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 the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) 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 this report.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership Number: 125557
UDIN:26125557CQVGEB5502

Date: May 04, 2026
Place: Pune

Balance Sheet as at March 31, 2026

(All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
I. Non-current assets			
Property, plant and equipment	4 (a)	140.01	101.47
Intangible assets	4 (b)	4.22	14.55
Financial assets:			
(a) Other financial assets	5	2,300.00	-
Contract assets	6 (c)	-	221.71
Non-current tax assets	7	113.74	309.98
Other non-current assets	12 (a)	459.00	-
Total non-current assets		**3,016.97**	**647.71**
II. Current assets			
Inventories	8	182.00	-
Financial assets			
(a) Investments	9	219.66	395.38
(b) Trade receivables	6 (a)	7,716.51	5,724.08
(c) Cash and cash equivalents	10	1.96	73.03
(d) Other financial assets	11	300.68	118.27
Contract assets	6 (b)	1,602.01	834.10
Other current assets	12 (b)	2,777.39	4,530.35
Total current assets		**12,800.21**	**11,675.21**
Total assets		**15,817.18**	**12,322.92**
Equity and liabilities			
III. Equity			
Equity share capital	13	3,800.00	2,500.00
Other equity	14	(14,488.82)	(11,207.83)
Total equity		**(10,688.82)**	**(8,707.83)**
IV. Non-current liabilities			
Financial liabilities			
(a) Borrowings	15	10,159.74	-
(b) Trade payables	16 (a)		
- total outstanding dues of micro enterprises and small enterprises		-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises		-	184.93
Total non-current liabilities		**10,159.74**	**184.93**
V. Current liabilities			
Financial liabilities			
(a) Borrowing	17	1,525.25	248.94
(b) Trade payables	16 (b)		
- total outstanding dues of micro enterprises and small enterprises		4,679.34	5,966.51
- total outstanding dues of creditors other than micro enterprises and small enterprises		7,216.14	10,071.45
(c) Other financial liabilities	18	125.83	154.34
Provisions	19	851.55	1,493.64
Other current liabilities	20	1,948.15	2,910.94
Total current liabilities		**16,346.26**	**20,845.82**
Total liabilities		**26,506.00**	**21,030.75**
Total equity and liabilities		**15,817.18**	**12,322.92**
Summary of material accounting policies			2
Summary of critical accounting estimates & judgements			

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

Statement of profit and loss for the year ended March 31, 2026

(All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Particulars	Note no	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	21	26,092.45	56,980.32
Other income	22	503.66	171.15
Total Income (I)		**26,596.11**	**57,151.47**
Expenses			
Cost of raw materials and components consumed	23	12,952.23	45,029.93
Site expenses and contract labour charges		11,232.75	16,205.26
Employee benefits expense	24	2,631.23	2,327.98
Finance cost	25	513.37	82.28
Depreciation and amortization expense	26	49.13	89.56
Other expenses	27	2,487.27	2,815.70
Total expenses (II)		**29,865.98**	**66,550.71**
Loss before exceptional items and tax (III) = [(I) - (II)]		(3,269.87)	(9,399.24)
Exceptional items [(Income) / Expense] (IV)	42	25.79	-
Loss before tax (V) = [(III) - (IV)]		**(3,295.66)**	**(9,399.24)**
Tax expense			
Current tax	7	-	-
Adjustment of tax relating to earlier periods	7	-	134.87
Deferred tax	7	-	-
Total tax expense (VI)		**-**	**134.87**
Loss for the year (VII) = [(VI) - (V)]		**(3,295.66)**	**(9,534.11)**
Other comprehensive income (OCI)			
Items that will not be reclassified subsequently to profit or loss			
Re-measurement gain / (loss) of defined benefit plan	28	14.79	(14.55)
Income tax effect on above		-	-
		14.79	**(14.55)**
Total comprehensive income for the year		**(3,280.87)**	**(9,548.66)**
Earning per equity share [Nominal value Rs. 10 each, (March 31, 2025 - Rs. 10 each)]	29		
Basic		(8.98)	(49.96)
Diluted		(8.98)	(49.96)
Summary of material accounting policies			2
Summary of critical accounting estimates & judgements			

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No. 125557

Place: Pune
Date: May 04, 2026

For and on behalf of the Board of Directors of
Thermax Bioenergy Solutions Private Limited
CIN : U40107PN2022PTC213848

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN: 10831177

Deodatta Deshpande
Chief Executive Officer

Rohit Mittal
Chief Financial Officer

Shruti Ghalsasi
Company Secretary
M.No. A75563

Place: Pune
Date: May 04, 2026

THERMAX BIOENERGY SOLUTIONS PRIVATE LIMITED

Statement of Cash Flows for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise.)

Particulars	Note No.	For the Year ended March 31, 2026	For the Year ended March 31, 2025
A) Cash flows from operating activities			
(Loss) Before Tax		(3295.66)	(9399.24)
Adjustments to reconcile (loss) before tax to net cash flows from operations			
Depreciation/amortisation on property, plant and equipment and intangible assets	26	49.13	89.56
Provision for impairment allowance of financial assets and contract assets (net)	27	775.29	1,062.86
Provision for doubtful advances (net)	27	14.55	38.39
Fair value gain on financial instrument at fair value through profit and loss (net)	22	(13.72)	(114.19)
Net gain on sale of mutual funds	22	(10.56)	-
Interest expense	25	513.37	21.74
Unrealised foreign exchange (gain)/loss		87.50	25.80
Share based payment expenses	14	(0.12)	3.22
Bad Debts/ Advances written off	27	16.28	-
Liabilities no longer required return back	22	(457.82)	-
Interest income	22	(21.36)	-
Operating Profits / (loss) before working capital changes		**(2,343.12)**	**(8,271.86)**
Adjustment in working capital:			
(Increase)/decrease in inventories		(182.00)	-
(Increase)/decrease in trade receivables		(2,356.61)	938.88
(Increase)/decrease in contract assets		(973.59)	(230.80)
(Increase)/decrease in other financial assets		(182.41)	129.68
(Increase)/decrease in other non-current assets		(459.00)	-
(Increase)/decrease in other current assets		1,738.41	(454.37)
(Increase)/decrease in loans		-	0.06
(Decrease)/increase in trade payables		(3,991.56)	8,011.93
(Decrease)/increase in other current liabilities		(962.79)	(4,426.09)
(Decrease)/increase in other financial liabilities		(28.51)	17.28
(Decrease)/increase in provisions		(627.30)	954.82
		(8,025.36)	**4,941.39**
Cash generated from operations		**(10,368.48)**	**(3,330.47)**
Income taxes paid (net of refunds received)	7	196.24	37.44
Net cash flow (used in) from operating activities		**(10,172.24)**	**(3,293.03)**
B) Cash flows (used in) investing activities			
Purchase of property, plant and equipment		(84.81)	(49.98)
Proceed from disposal of asset		7.47	-
Interest received		21.36	-
Purchase of Investments		-	(10,700.30)
Proceeds from sale of investments		200.00	11,735.00
Purchase of deposits		(2,300.00)	-
Net cash flows (used in) investing activities		**(2,155.98)**	**984.72**
C) Cash flows (used in) financing activities			
Issue of equity share capital (net of transaction cost)		1,300.00	1,962.00
Proceeds from borrowings		10,058.81	600.00
Repayment of borrowings		(298.78)	(600.00)
Interest paid		(79.19)	(21.74)
Net cash flows (used in) financing activities		**10,980.84**	**1,940.26**
Net (decrease)/ increase in cash and cash equivalents (A + B + C)		**(1,347.38)**	**(368.05)**
Cash and cash equivalents at the beginning of the period		(175.91)	192.14
Cash and cash equivalents at the end of the period		**(1,523.29)**	**(175.91)**

Reconciliation of cash and cash equivalents as per the Cash Flow Statement:

	Note No.	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	10	1.96	73.03
Bank overdraft (secured)	17	(1,525.25)	(248.94)
Balances as per statement of cash flow		**(1,523.29)**	**(175.91)**

The above statement of cash flows has been prepared under the "indirect method" as set out in Ind AS 7 'Statement of Cash Flows'

Summary of material accounting policies. 2
Summary of critical accounting estimates and judgements 3
The accompanying notes are an integral part of these financial statements

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise.)

A Equity Share Capital

Particulars	Note	As at March 31, 2026		As at March 31, 2025	
		No. of shares	Amount	No. of shares	Amount
Balance at the beginning of the period	13	25,000,000	2,500.00	5,000,000	500.00
Change in equity share capital during the period	13	13,000,000	1,300.00	20,000,000	2,000.00
Balance at the end of the period	13	38,000,000	3,800.00	25,000,000	2,500.00

B Other Equity (Refer Note 14)

Particulars	Reserves & Surplus		
	Retained Earnings	Share options outstanding account	Total
As at April 1, 2024	(1,630.17)	5.78	(1,624.39)
Loss for the period	(9,534.11)	-	(9,534.11)
Other Comprehensive (Loss)/ Gain (net) (note 28)	(14.55)	-	(14.55)
Transaction cost for paid up share capital	(38.00)	-	(38.00)
Employee share based payment (refer note 37)	-	9.00	9.00
Less : Exercise of share option	-	(5.78)	(5.78)
As at March 31, 2025	**(11,216.83)**	**9.00**	**(11,207.83)**
Loss for the period	(3,295.66)	-	(3,295.66)
Other Comprehensive (Loss)/ Gain (net) (note 28)	14.79	-	14.79
Employee share based payment (refer note 37)	-	8.88	8.88
Less : Exercise of share option	-	(9.00)	(9.00)
As at March 31, 2026	**(14,497.70)**	**8.88**	**(14,488.82)**

Summary of material accounting policies. 2
Summary of critical accounting estimates and judgements 3

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No. 125557

Place: Pune
Date: May 04, 2026

For and on behalf of the Board of Directors of Thermax Bioenergy Solutions Private Limited
CIN : U40107PN2022PTC213848

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN: 10831177

Deodatta Deshpande
Chief Executive Officer

Rohit Mittal
Chief Financial Officer

Shruti Ghalsasi
Company Secretary
M.No. A75563

Place: Pune
Date: May 04, 2026

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

((All amounts are in Rupees Lakh, except per share data and unless stated otherwise.)

1. Corporate information

Thermax Bioenergy Solutions Private Limited (the "Company") is a private limited company incorporated under Companies Act, 2013 ('the Act') and is a deemed public company as per the definitions of the Act. The Company undertakes Technology, Engineering, Procurement and Construction ('TEPC') scope for Bio-Compressed Natural Gas (Bio-CNG) projects. The Company's remaining business includes Operation and Maintenance services for such projects. The address of its registered office is S No. 14/D, F P No. 32(33) Wakadewadi, Mumbai-Pune Road, Pune- 411003. The CIN of the Company is U40107PN2022PTC213848. The Board of Directors have authorized to issue these financial statements on May 4, 2026.

2. Material accounting policies

2.1. Basis of preparation and measurement

(a) Statement of compliance and basis of preparation

The financial statements ("financial statements" or " financial statements have been prepared in accordance with the 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 (the Act) (as amended from time to time), (Ind AS compliant Sch III), as applicable to the financial statements.

The preparation of the financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are critical to the financial statements are disclosed in note 3.

(b) Basis of measurement

The financial statements have been prepared on the accrual and going concern basis under historical cost convention except the following:

- Certain financial assets and liabilities is measured at fair value; and
- Defined benefit plans whereby the plan assets are measured at fair value.
- Equity settled ESOP at grant date fair value at each reporting date.

The accounting policies and related notes further describes the specific measurements applied for each of the assets and liabilities.

2.2 Changes in accounting policies and disclosures

a. New and amended standards adopted by the company

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1

As a result of the adoption of the amendments to Ind AS 1, the company changed its accounting policy for the classification of borrowings:

Borrowings are classified as current liabilities unless, at the end of the reporting period, the company has a right to defer settlement of the liability for at least 12 months after the reporting period.

Covenants that the company is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the company is required to comply with after the reporting period do not affect the classification.

This new policy did not result in a change in the classification of the company's borrowings. The company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

(b) Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107

As a result of the adoption of the amendments to Ind AS 7 and Ind AS 107, the Company does not require any new disclosures as the Company does not have supplier finance arrangements.

(c) International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12

The company is not within the scope of the OECD Pillar Two Model Rules, as Pillar Two legislation has not yet been enacted in any of the jurisdictions in which the company operates.

(d) Lack of Exchangeability – Amendments to Ind AS 21

The amended Ind AS 21 have added requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use where it is not.

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

b. New standards or amendments not yet adopted

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants –

Amendments to Ind AS 1 - This amendment also includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, as outlined below.

Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8. The company does not expect this amendment to have an impact on its operations or financial statements.

2.3 Summary of Material accounting policies

a. Current and non-current classification

An entity shall classify an asset as current when:

(i) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle

(ii) it holds the asset primarily for the purpose of trading

(iii) it expects to realise the asset within twelve months after the reporting period (other than for long-term projects), or

(iv) the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets shall be classified as non-current.

An entity shall classify a liability as current when:

(i) it expects to settle the liability in its normal operating cycle

(ii) it holds the liability primarily for the purpose of trading

(iii) the liability is due to be settled within twelve months after the reporting period (other than for long-term projects), or

(iv) it does not have the right at the end of the reporting period to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities shall be classified as non-current.

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

During the year ended March 31, 2026, the Company has reassessed the period of its normal operating cycle based on the nature of its business, the time required for procurement of inputs, execution of operations, delivery of goods and services, and realization of receivables in the ordinary course of business. Based on this assessment, management has concluded that the Company's normal operating cycle for the purpose of classification of assets and liabilities under Ind AS in case of long term projects is contract specific.

Accordingly, the classification of assets and liabilities as current and non-current in these financial statements has been revised to reflect the updated operating cycle in accordance with Ind AS 1, Presentation of Financial Statements, and Schedule III to the Companies Act, 2013.

In the case of long-term projects, operating cycle of the Company exceeds one year covering the duration of the contract and extends upto the realisation of receivables (including retention monies) within the credit period normally applicable to the respective contract. Accordingly, for classification of assets and liabilities related to such contracts as current, duration of each individual contract is considered as its operating cycle.

b. Foreign currencies

The Company's financial statements are prepared in Indian Rupees (Rs.), which is also the functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

c. Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date. The Company applies fair value measurement when an Ind AS requires or permits fair value measurement for disclosures about fair value measurements except for Ind AS which prescribe measurement and disclosures such as:

a) Share based payment transactions covered by Ind AS 102 - "Share based payments";

In such cases, 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. In addition or further, fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Quantitative disclosures of fair value measurement hierarchy (note 35)
- Financial instruments (including those carried at amortised cost) (note 35)

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

d. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss)
- those to be measured at amortised cost.

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to present subsequent changes in fair value in other comprehensive income.

At initial recognition, the Company measures a financial asset (excluding trade receivables which do not contain a significant financing component) at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Company classifies its instruments:

Debt instrument at fair value through profit or loss (FVTPL)

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a ""pass-through"" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are provided in the following notes:

- Trade receivables and Contract Assets - Refer note 6(a), 6(b) and 6(c);
- Investments - Refer note 9;
- Other financial assets - Refer note 5 and 11."

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings or payables as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of profit and loss. Amortized cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortized cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on EIR. The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

e. Share based payments

In respect of stock options granted pursuant to the Company's Employee Stock Option Scheme, the Company recognises employee compensation expense, using the grant date fair value in accordance with Ind AS 102 - ""Share Based Payment (SBP)"", over the period over which the employees provide services. Employees (senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments.

The Company initially measures the cost of transactions with employees using fair value of option granted using black scholes option pricing model to measure the cost of service received .

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model and the performance of the Company, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in note 24.

2.4 Climate-related matters

The company considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the company due to both physical and transition risks. Even though the Company believes its business model and products will still be viable after the transition to a low-carbon economy, climate-related matters increase the uncertainty in estimates and assumptions underpinning several items in the financial statements. Even though climate-related risks might not currently have a significant impact on measurement, the company is closely monitoring relevant changes and developments, such as new climate-related legislation.

3 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

"In the application of the company's accounting policies and preparation of financial statements, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the Financial Statements.

The areas involving critical estimates or judgements are:

a. Estimations used for fair value measurement (Refer note 35)

b. Estimations used for impairment of financial assets (Refer note 2.3.d and 6(d))

c. Estimates and assumptions related to useful lives and impairment of Property, Plant and Equipment (PPE) (Refer note 4)

d. Estimates and assumptions for income taxes (Refer note 7)

e. Estimates and assumptions related to provisions (Refer note 19 and 33)

f. Estimates, judgments and assumptions used for revenue from operations (Refer note 21)

g. Judgements related to segment reporting (Refer note 32)

4 (a) Property, Plant and Equipment

Accounting policy

Property, plant and equipment (PPE) are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All costs directly attributable to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance expenses are charged to the Statement of Profit and Loss during the financial year in which they are incurred.

Gains or losses arising from derecognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Depreciation on PPE is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management. The Company depreciates each part of an item of property, plant and equipment separately if cost of the part is significant in relation to the total cost of the item or principle asset and useful life is materially different from the principle asset.

The management has estimated the useful lives of certain classes of assets in order to reflect the actual usage of the assets. The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The following useful lives are estimated by the management:

Assets category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	5	15 to 20
Office equipment*	5	15
Furniture and fixtures	15	10
Computers	3 to 6	3 to 6
Vehicles	5	8

* includes site infrastructure purchased during the previous year, which was depreciated in the year of purchase.

The assets residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Estimates and assumptions:

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment and intangible assets for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the useful lives periodically and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Accounting policy

Impairment of assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognised in the Statement of Profit or Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase, if applicable.

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts.

Estimates and assumptions

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from the budget for the next five years as approved by the Management and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the terminal growth rate used.

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

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Particulars	Office equipment	Computer	Furniture and fixtures	Plant and equipment	Vehicle	Total
Gross carrying amount as at April 1, 2024*	**83.78**	**149.88**	**2.48**	**-**	**-**	**236.14**
Additions	43.97	6.01	-	-	-	49.98
Disposals	-	-	-	-	-	-
Gross carrying amount as at March 31, 2025	**127.75**	**155.89**	**2.48**	**-**	**-**	**286.12**
Additions	7.38	21.64	0.30	-	55.49	84.81
Other adjustments**	(34.39)	-	-	34.39	-	-
Disposals	-	(7.92)	-	-	-	(7.92)
Gross carrying amount as at March 31, 2026	**100.74**	**169.61**	**2.78**	**34.39**	**55.49**	**363.01**
Accumulated depreciation as at April 1, 2024*	**79.59**	**26.88**	**0.22**	**-**	**-**	**106.69**
Charge for the year	41.81	35.99	0.16	-	-	77.96
Disposals	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2025	**121.40**	**62.87**	**0.38**	**-**	**-**	**184.65**
Charge for the year	6.95	26.88	0.16	-	4.81	38.80
Other adjustments**	(33.66)	-	-	33.66	-	-
Disposals	-	(0.45)	-	-	-	(0.45)
Accumulated depreciation as at March 31, 2026	**94.69**	**89.30**	**0.54**	**33.66**	**4.81**	**223.00**
Net Block						
As at March 31, 2026	**6.05**	**80.31**	**2.24**	**0.73**	**50.68**	**140.01**
As at March 31, 2025	**6.35**	**93.02**	**2.10**	**-**	**-**	**101.47**

*The Company had elected to continue with the carrying value of property, plant and equipment and intangible assets as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed cost on the date of transition to Ind AS (i.e. April 1, 2015). The Company has disclosed the gross block and accumulated depreciation above, for information purpose only.

The Company has not given any property, plant and equipment as security against any borrowings or credit facility and does not have any charges against property, plant and equipment.

** Certain assets have been reclassified from office equipment to plant and machinery based on nature of the assets.

Refer note 31(a) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

4 (b) Intangible assets

Accounting policy

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Development costs for internally generated intangibles that are directly attributable to the design and testing of identifiable and unique intangible controlled by the Company are recognised as intangible assets where the following criteria are met:

- it is technically feasible to complete the intangible asset so that it will be available for use
- management intends to complete the intangible asset and use or sell it
- there is an ability to use or sell the intangible asset
- it can be demonstrated how the intangible asset will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the intangible asset are available, and
- the expenditure attributable to the intangible asset during its development can be reliably measured.

The cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of intangible assets. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Amortisation of the asset begins when development is complete and the asset is available for use. It is amortized on a straight-line basis over the period of expected future benefit from the related project, i.e., the estimated useful life subject to a maximum of ten years. amortisation is recognized in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

The following useful lives are estimated by the management:

Assets category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Computer Software	3	3

Particulars	Computer software	Total
Gross carrying amount as at April 1, 2024*	**36.65**	**36.65**
Additions	-	-
Disposals	-	-
Gross carrying amount ss at March 31, 2025	**36.65**	**36.65**
Additions	-	-
Disposals	-	-
Gross carrying amount as at March 31, 2026	**36.65**	**36.65**
Accumulated amortisation as at April 1, 2024*	**10.50**	**10.50**
Charge for the period	11.60	11.60
Disposals	-	-
Accumulated amortisation as at March 31, 2025	**22.10**	**22.10**
Charge for the period	10.33	10.33
Disposals	-	-
Net Block		
As at March 31, 2026	**4.22**	**4.22**
As at March 31, 2025	**14.55**	**14.55**

*The Company had elected to continue with the carrying value of property, plant and equipment and intangible assets as recognised in the financial statements as per previous GAAP and had regarded those values as the deemed cost on the date of transition to Ind AS (i.e. April 1, 2015). The Company has disclosed the gross block and accumulated amortisation above, for information purpose only.

5 Other financial assets (non-current)

	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
i) Investment in Lakhimpur kher RNG Private Limited*	1,000.00	-
ii) Investment in Sangrur RNG Private Limited*	650.00	-
iii) Investment in Patiala RNG Private Limited*	650.00	-
Total	**2,300.00**	**-**

Pursuant to the Engineering, Procurement and Construction ("EPC") Agreements entered between the Company and Everenviro (the "Customer"), for the supply of Compressed Bio-Gas ("CBG") plants to its Project Special Purpose Vehicles ("Project SPVs"), the parties agreed to record the mutually agreed revised terms as per master addendum agreement dated August 13, 2025 (the "Addendum"). As a part of renegotiations, while providing relaxation with reduced performance parameters and liquidated damages settlement, the Company agreed to subscribe to Class B Compulsorily Convertible Preference Shares ("CCPS") of Rs. 10 each in the Project SPVs aggregating to Rs. 2,300 as below:

SPV Name	Number of shares	Face value per share	Total Investment
Lakhimpur Kher RNG Private Limited	10,000,000	10	1,000.00
Sangrur RNG Private Limited	6,500,000	10	650.00
Patiala RNG Private Limited	6,500,000	10	650.00

Further, pursuant to conditions of addendum agreement, the Company has agreed to meet performance parameters within defined evaluation period. As per the respective Share Subscription and Shareholders Agreements ("SSSA") between the parties, the SPVs has an option to call back the aforesaid investment at the defined call option prices. Basis the economic substance of the addendum agreement, the valuation of such CCPS is intrinsically linked to the performance of CBG plant of each of the SPVs. Based on the addendum agreement, during the evaluation period the value of the CCPS would be higher of cost or fair market value and post evaluation period, it would be fair market value. Market value in this case would be determined based on the performance of the CBG plant.

Additionally, while the CCPS qualifies as a financial asset within the definitions provided by Ind AS 109, as its fair value changes are associated with the performance of the CBG plant rather than market risk or investment yields. Accordingly, any change in the fair value of such CCPS will be considered as a variable consideration and recognized through revenue adjustments rather than separate financial outcomes.

During the current year, the Company has received term loan of Rs. 2,300 from the Holding Company for the purpose of investment in aforesaid SPVs.

6 (a) Trade Receivables

Accounting policy

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business and reflect the Company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables and contract assets, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

	As at March 31, 2026	As at March 31, 2025
Trade receivables from:		
i) Related parties (Refer note 34)	98.65	3,397.45
ii) Unbilled^	975.79	44.00
iii) Others	6,642.07	2,282.63
Total	**7,716.51**	**5,724.08**

Sub-classification of trade receivables

	As at March 31, 2026	As at March 31, 2025
Secured, considered good	-	-
Unsecured, considered good	8,656.32	6,181.07
Trade Receivables which have a significant increase in credit risk	-	-
Trade Receivables - credit impaired	-	-
	8,656.32	6,181.07
Less: Impairment allowance	(939.81)	(456.99)
Total	**7,716.51**	**5,724.08**

Pursuant to an arrangement with a bank, the Company has sold to the bank certain trade receivables on a non-recourse basis. The receivables sold were mutually agreed upon with the respective bank after considering the creditworthiness and contractual terms with two customers. The Company has transferred substantially all the risks and rewards of ownership of such receivables sold to the respective bank, and accordingly, the same were derecognized in the Balance Sheet. As at 31 March 2026, the amount of trade receivables de-recognised pursuant to the aforesaid arrangement of Rs. 18,971.98 (March 31, 2025: Rs. 42,207.71).

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

^The receivable is 'unbilled' because the Company has not yet issued an invoice; However, the balance has been included under trade receivables (as opposed to contract assets) because it has an unconditional right to consideration.

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 firm or private companies respectively in which any director is a partner a director or a member.

Trade receivables are non-interest bearing and are generally on terms of 15 to 30 days.

For term and conditions relating to related party receivables, refer note 34.

The ageing of non-current trade receivables:

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026								
(i) Undisputed Trade Receivables-considered good	975.79	1,492.39	3,754.40	476.29	1,351.09	606.36	-	8,656.32
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-	-
Sub-total	975.79	1,492.39	3,754.40	476.29	1,351.09	606.36	-	8,656.32
Less: Impairment allowance								(939.81)
Total								**7,716.51**

The ageing of non-current trade receivables:

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2025								
(i) Undisputed Trade Receivables-considered good	44.00	1,116.19	2,982.92	877.13	1,160.83	-	-	6,181.07
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-	-
Sub-total	44.00	1,116.19	2,982.92	877.13	1,160.83	-	-	6,181.07
Less: Impairment allowance								(456.99)
Total								**5,724.08**

6 (b) Contract assets - at amortised cost - Current

Accounting policy

A contract asset represents the Company's right to consideration in exchange for goods or services that the entity has transferred to a customer where that right is conditioned on something other than the passage of time. The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables.

	As at March 31, 2026	As at March 31, 2025
Contract assets	2,795.01	1,679.20
Less: Loss allowance	(1,193.00)	(845.10)
Total	**1,602.01**	**834.10**

6 (c) Contract assets - at amortised cost - Non-current

	As at March 31, 2026	As at March 31, 2025
Non current contract assets	-	277.14
Less: Loss allowance	-	(55.43)
Total	**-**	**221.71**

6 (d) Set out below is the movement in impairment allowance for trade receivable and contract assets measured using life time expected credit loss model (pursuant to Ind AS 109):

Accounting policy

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. A contract asset represents the Company's right to consideration in exchange for goods or services that the entity has transferred to a customer where that right is conditioned on something other than the passage of time; and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Company has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

Credit risk on trade receivables and contract assets are managed by the Company subject to it's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and credit limits are defined in accordance with this assessment. Moreover, given the nature of the Company's businesses, although trade receivables and contract assets are spread over a limited number of customers with quiet concentration of credit risk, same is mitigated through assessment of credit quality of the customer.

For trade receivables and contract assets, as a practical expedient, the Company computes credit loss allowance based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and contract assets and is adjusted for forward-looking estimates.

Trade receivables and contract assets are written off where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company, and a failure to make contractual payments for a period of greater than 365 days past due or as mutually agreed between the parties.

Impairment losses on trade receivables and contract assets are presented as expected credit loss in the Standalone Statement of Profit and Loss. Subsequent recoveries of amounts previously written off are credited against the same line item.

Estimates and Judgements

The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and timing of cash flows. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

As a practical expedient, the Company uses a provision matrix to determine ECL impairment allowance on portfolio of its trade receivables and contract assets. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed. The Company follows provisioning norms based on ageing of receivables to estimate the impairment allowance under ECL

	March 31, 2026		March 31, 2025	
	Provisions on Trade Receivables	Provisions on contract assets	Provisions on Trade Receivables	Provisions on contract assets
At the beginning of the year	456.99	900.53	51.25	243.40
Less: Bad debts/ write off	-	-	-	-
	456.99	**900.53**	**51.25**	**243.40**
Add: Provisions made during the year	544.22	494.47	419.74	657.13
Less: Utilized/ reversed during the year	(61.40)	(202.00)	(14.00)	-
Net charge to Statement of Profit and Loss	**939.81**	**1,193.00**	**456.99**	**900.53**

Also refer note 34 for impairment provision on related party balances.

7 Non-current tax assets

Accounting policy

Tax expense comprises of current tax expense and deferred tax.

Current tax

Current 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. Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity, in correlation to the underlying transaction.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss) and does not give rise to equal taxable and deductible temporary differences.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity), in correlation to the underlying transaction.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The Company applies significant judgement in identifying uncertainties over income tax treatments.

Estimates and assumptions

Recoverability of Deferred tax assets:

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

The major components of income tax expense for the period March 31, 2026 and 31 March 2025 are:

(i) Statement of profit and loss

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current income tax charge	-	-
Adjustment of tax relating to earlier periods	-	134.87
Deferred tax relating to origination and reversal of temporary differences	-	-
Income tax expense reported in the Statement of profit and loss	**-**	**134.87**

(ii) Other Comprehensive Income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Deferred tax related to items recognized in other comprehensive income during the year		
Deferred tax		
Net loss/(gain) on re-measurement of defined benefit plans	-	-
Income tax charged to Other Comprehensive Income	**-**	**-**

Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate for March 31, 2026 and March 31, 2025

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Accounting loss before tax	(3,295.66)	(9,399.24)
At India's statutory income tax rate (as per Income Tax Act, 1961) of 25.17% (March 31, 2025 : 25.17%)	(829.52)	(2,365.79)
- Deferred tax not recognized on current year loss and other items	829.52	2,365.79
- Tax (Income)/expenses for earlier years	-	134.87
At the effective Tax rate of 25.17% (March 31, 2025: 25.17%)	**-**	**134.87**
Income tax expense reported in the Statement of profit or loss	**-**	**134.87**

(iii) Deferred tax assets (net)

	As at March 31, 2026	As at March 31, 2025
Deferred Tax Liabilities		
Fair value gain on financial instrument at fair value through profit and loss (net)	3.45	28.74
Total (a)	**3.45**	**28.74**
Deferred Tax Assets		
Property, plant & equipment and intangible assets : Impact of difference between tax depreciation and depreciation/ amortisation for financial reporting	3.45	17.29
Others (provision for doubtful debts and onerous contracts)	-	11.45
Total (b)	**3.45**	**28.74**
Net Deferred Tax Liabilities (a-b)	**-**	**-**

Movement in deferred tax assets/(liabilities)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Fair value gain on financial instrument at fair value through profit and loss (net)	(25.29)	28.74
Property, plant & equipment and intangible assets : Impact of difference between tax depreciation and depreciation/ amortisation for financial reporting	13.84	(17.29)
Others (provision for doubtful debts and onerous contracts)	11.45	(11.45)
Deferred tax expense recognised in the Statement of Profit and Loss - (Charge)/Credit	**-**	**-**

The Company has tax losses, unabsorbed depreciation and other items of Rs. 14,692.79 (March 31, 2025: Rs.11,397.12) that are available for offsetting for future taxable profits. Deferred tax assets have not been recognised in respect of these items as they may not be used to offset taxable profits in the Company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Company were able to recognise all unrecognised deferred tax assets, the loss for the year would decrease by Rs. 3,698.17 (March 31, 2025: Rs. 2,868.65).

	Expiry date (Year ending March 31)	As at March 31, 2026		As at March 31, 2025	
		Amount	Tax Impact	Amount	Tax Impact
Tax losses	2033	6,182.76	1,556.20	6,182.76	1,556.20
	2034	4,651.29	1,170.73	-	-
Total tax losses		**10,834.05**	**2,726.93**	**6,182.76**	**1,556.20**
Property, plant & equipment and intangible assets : Impact of difference between tax depreciation and depreciation/ amortisation for financial reporting	No Expiry	46.10	11.60	-	-
Employee benefit expenses	No Expiry	198.70	50.01	129.58	32.62
Disallowances u/s 43B(h) of Income Tax Act, 1961	No Expiry	945.40	237.96	2,525.83	635.75
Others (provision for doubtful debts and onerous contracts)	No Expiry	2,668.54	671.67	2,558.95	644.09
Total		**14,692.79**	**3,698.17**	**11,397.12**	**2,868.65**

Income Tax Assets/Liabilities for income tax:

Movement in tax liabilities	As at March 31, 2026	As at March 31, 2025
Opening balance as at April 01	309.98	482.29
Add/(less): Tax payable for the year	-	(134.87)
Add: Taxes paid (net of refunds received)	(196.24)	(37.44)
Closing balance as at March 31	113.74	309.98

The above balance is represented in the balance sheet as below:

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax asset - non current	113.74	309.98
Income tax asset - current	-	-
Liabilities for income tax (net) - current	-	-

8 Inventories

Accounting policy

Raw materials are stated at the lower of cost and net realisable value. Cost of raw materials comprises cost of purchases. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Costs of raw material inventories are determined on weighted average basis. Write down of inventories is calculated based on an analysis of foreseeable changes in demand, technology, market conditions and ageing of inventories.

	As at March 31, 2026	As at March 31, 2025
Raw materials	182.00	-
Total	**182.00**	**-**

9 Current Investments

	As at March 31, 2026	As at March 31, 2025
Investments at Fair value through Profit and Loss		
Investment in Mutual Fund (Quoted)		
56,012 (March 31, 2025: 107,538) units of Aditya Birla Sunlife Fund	219.66	395.38
Total	**219.66**	**395.38**
Aggregate amount of quoted investments and market value thereof	219.66	395.38
Aggregate amount of impairment in the value of investments	-	-

Investments at fair value through profit or loss reflect investment in quoted debt securities. Refer note 35 for determination of their fair values.

10 Cash and cash equivalents

Accounting policy

Cash and cash equivalents in the balance sheet comprises cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts as they are considered an integral part of the Company's cash management. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- in current accounts	1.96	73.03
Total	**1.96**	**73.03**

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES
Changes in liabilities arising from financing activities

	Equity Shares (Nos.)
As at April 01, 2024	-
Cashflow	-
Interest expense	-
Interest paid	-
As at March 31, 2025	**-**
Cashflow (net)	9,760.03
Interest expense	478.90
Interest paid	(79.19)
As at March 31, 2026	**10,159.74**

11 Other financial assets

	As at March 31, 2026	As at March 31, 2025
Other recoverable ^	284.24	118.27
Derivative instruments at fair value through profit or loss		
Derivative not designated as hedges		
- Foreign exchange forward contracts	16.44	-
Total	**300.68**	**118.27**

^ Includes amount back charged for employee and site costs recoverable (refer note 34)

12 (a) Other non-current assets

Non Current

	As at March 31, 2026	As at March 31, 2025
Balances with government authorities	459.00	-
Total	**459.00**	**-**

12 (b) Other current assets

	As at March 31, 2026	As at March 31, 2025
Unsecured considered good		
Advances to suppliers		
(i) Related parties (Refer note 34)	0.38	18.27
(ii) Others	91.21	728.24
Advances to employees	20.66	45.41
Prepayments	10.10	17.24
Balances with government authorities	2,655.04	3,721.19
Total	**2,777.39**	**4,530.35**

There were no advances due by directors or other officers of the company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which a director is a partner or a member.

For terms and conditions relating to advances given to related parties, refer note 34.

13 Share capital

	As at March 31, 2026	As at March 31, 2025
Authorized shares (Nos.)		
50,000,000 (March 31, 2025: 50,000,000) equity shares of Rs. 10/- each	5,000	5,000
	5,000	**5,000**
Issued, subscribed and fully paid share capital (Nos.)		
38,000,000 (March 31, 2025: 25,000,000) equity shares of Rs. 10/- each	3,800	2,500
Total issued, subscribed and fully paid-up share capital	**3,800**	**2,500**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the period (Issued, subscribed and paid up share capital)

	Equity Shares (Nos.)	Amount
Equity share of Rs. 10 each issued, subscribed and fully paid		
As at April 1, 2024	5,000,000	500.00
Increase during the year	20,000,000	2,000.00
As at March 31, 2025	**25,000,000**	**2,500.00**
Increase during the year (Refer note 13(g) below)	13,000,000	1,300.00
As at March 31, 2026	**38,000,000**	**3,800.00**

(b) Terms/ rights attached to equity shares

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

(c) Equity shares held by holding company

	As at March 31, 2026	As at March 31, 2025
Holding company		
Thermax Limited	3,800.00	1,625.00
3,80,00,000 (March 31, 2025: 1,62,50,000) equity shares of Rs. 10/- each fully paid		

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2026	As at March 31, 2025
Thermax Limited		
%	100%	65%
No. of shares	38,000,000	16,250,000
Everenviro Resource Management Private Limited		
%	-	35%
No. of shares	-	8,750,000

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

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

(e) Details of equity shares held by promoters

	As at March 31, 2026	As at March 31, 2025
Thermax Limited		
%	100%	65%
No. of shares	38,000,000	16,250,000
% of change during the year	35%	-
Everenviro Resource Management Private Limited		
%	-	35%
No. of shares	-	8,750,000
% of change during the year	35%	-

Note: Promoters and Promoter group for the purpose of this disclosure means promoters as defined under section 2 (69) of Companies Act 2013

(f) There were no issue of bonus shares/buy back of shares/issue of shares for consideration other than cash during the period of five years immediately preceding the reporting date.

(g) Rights issue - On May 02, 2025, the company invited its shareholders to subscribe to a rights issue of 13,000,000 equity shares at an issue price of Rs. 10 per share, with such shares to be issued on and rank for dividends after May 07, 2025. The issue was fully subscribed.

(h) All other notes mandated by Schedule III of the Act are not applicable to the Company.

14 Other Equity

	As at March 31, 2026	As at March 31, 2025
Reserves and Surplus		
Opening balance	(11,216.83)	(1,630.17)
Add: (Loss) for the period	(3,295.66)	(9,534.11)
Less: Transaction costs for paid up share capital	-	(38.00)
Movement during the year	(14,512.49)	(11,202.28)
Items of other comprehensive income recognized directly in retained earnings:		
Re-measurement gain / (loss) on defined benefit plans (net of tax) March 31, 2026: Nil, (March 31, 2025: Nil) (Refer note 28)	14.79	(14.55)
Net surplus in the statement of profit and loss	**(14,497.70)**	**(11,216.83)**
Share options outstanding account		
Opening Balance	9.00	5.78
Add: Share based payments	8.88	9.00
Less: Exercise of share options	(9.00)	(5.78)
Closing balance	8.88	9.00
Total	**(14,488.82)**	**(11,207.83)**

Nature and purposes of reserves

Retained earnings

Retained earnings are the profits/(loss) that the Company has earned/ incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings also includes re-measurement loss/(gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Share options outstanding account

The Company has established equity-settled share-based payment plan for certain categories of employees of the Company. Refer note 37 for further details.

15 Borrowing - At Amortised cost - Non Current

	As at March 31, 2026	As at March 31, 2025
Term loan (other than bank)		
Unsecured loan*#	10,159.74	-
Total	**10,159.74**	**-**

Unsecured loans pertain to term loan for the purpose of working capital requirement and business support, carrying an interest rate of 7.90% to 9.00% p.a. (March 31, 2025: Nil) due for repayment within 2 years (March 31, 2025: Nil) from the date of disbursement. The entire principal amount is repayable at once at the maturity date along with interest.

* Refer note 34 for the transactions with related parties.

16 (a) Non current trade payables - At Amortised cost

	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises (Refer note 16(c))	-	-
Total outstanding dues of creditors other than micro and small enterprises:		
(i) Related parties (Refer note 34)	-	-
(ii) Others	-	184.93
Total	**-**	**184.93**

The Ageing of current trade payables which are due for payment

Particulars	Not Due	Outstanding for the following period from due date of payments				Total
		Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026						
(i) Outstanding dues of micro and small enterprises	-	-	-	-	-	-
(ii) Outstanding dues of creditors other than micro and small enterprises	-	-	-	-	-	-
(iii) Disputed dues of micro and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro and small enterprises	-	-	-	-	-	-
Subtotal	**-**	**-**	**-**	**-**	**-**	**-**
Unbilled trade payables						-
Total						**-**

The ageing of current trade payables which are due for payment :

Particulars	Not Due	Outstanding for the following period from due date of payments				Total
		Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2025						
(i) Outstanding dues of micro and small enterprises	-	-	-	-	-	-
(ii) Outstanding dues of creditors other than micro and small enterprises	184.93	-	-	-	-	184.93
(iii) Disputed dues of micro and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro and small enterprises	-	-	-	-	-	-
Total	**184.93**	**-**	**-**	**-**	**-**	**184.93**
Unbilled trade payables						-
Total						**184.93**

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

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

16 (b) Current trade payables

	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises (Refer note 16(c))	4,679.34	5,966.51
Total outstanding dues of creditors other than micro and small enterprises:		
(i) Related parties (Refer note 34)	2,797.54	4,530.49
(ii) Others	4,418.60	5,540.96
Total	**11,895.48**	**16,037.96**

For terms and conditions with related parties, refer note 34.

Trade payables are non-interest bearing and are generally on terms of 15-90 days.

The Ageing of current trade payables which are due for payment

Particulars	Not Due	Outstanding for the following period from due date of payments				Total
		Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026						
(i) Outstanding dues of micro and small enterprises	1,795.93	1,828.95	510.27	55.13	8.27	4,198.55
(ii) Outstanding dues of creditors other than micro and small enterprises	1,299.43	4,850.57	469.01	113.59	2.22	6,734.82
(iii) Disputed dues of micro and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro and small enterprises	-	-	-	-	-	-
Subtotal	**3,095.36**	**6,679.52**	**979.28**	**168.72**	**10.49**	**10,933.37**
Unbilled trade payables (other than MSME)*						**481.32**
Unbilled trade payables (MSME)*						**480.79**
Total						**11,895.48**

The ageing of current trade payables which are due for payment :

Particulars	Not Due	Outstanding for the following period from due date of payments				Total
		Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2025						
(i) Outstanding dues of micro and small enterprises	3,250.08	1,290.49	152.58	-	-	4,693.15
(ii) Outstanding dues of creditors other than micro and small enterprises	4,395.13	4,692.39	68.28	-	-	9,155.80
(iii) Disputed dues of micro and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro and small enterprises	-	-	-	-	-	-
Subtotal	**7,645.21**	**5,982.88**	**220.86**	**-**	**-**	**13,848.95**
Unbilled trade payables (other than MSME)*						**915.65**
Unbilled trade payables (MSME)*						**1,273.36**
Total						**16,037.96**

* Unbilled trade payables includes accruals which are not classified as provisions under IND AS 37 "Provisions, Contingent Liabilities and Contingent Assets

16 (c) Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006.

		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:		
	- Principal amount outstanding (whether due or not) to micro and small enterprises *	4,534.85	5,855.98
	- Interest due thereon	0.77	1.66
ii)	The amount of interest paid by the Company 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.	-	-
iii)	The amount of payment made to the supplier beyond the appointed day during the year.	6,263.81	7,272.57
iv)	The amount of interesraddue 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.	33.19	58.88
v)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	33.96	60.54
vi)	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.	144.49	110.53

* Information in this regard is on basis of intimation received, on requests made by the Company, with regards to registration of vendors under the MSMED Act, 2006.

17 Borrowing - At Amortised cost - Current

	As at March 31, 2026	As at March 31, 2025
Loan repayable on demand (from bank)		
Bank overdraft (secured)*	1,525.25	248.94
Total	**1,525.25**	**248.94**

* The bank overdraft is secured by a charge on Company's current assets and it is payable on demand carrying an annual interest rate in the range 8.3% - 8.9% (March 31, 2025: 9.25%)

18 Other financial liabilities

	As at March 31, 2026	As at March 31, 2025
Derivative instruments at fair value through profit or loss		
Derivative not designated as hedges		
-Foreign exchange forward contracts	-	16.26
At amortized cost		
Employee related payables	125.79	138.03
Other payables	0.04	0.05
Total	**125.83**	**154.34**

19 Provisions

Accounting policy

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Warranty Provisions

Provisions for warranty related costs are recognized when the product is sold or service provided to the customer. Initial recognition is based on historical experience. The estimate of warranty related costs is revised annually.

Provision for onerous contracts

Present obligations arising under onerous contracts are recognised, measured and disclosed as provisions in financial statements. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

For provision for leave encashment and gratuity - Refer note 33

Estimates and assumptions

• Provision for onerous contracts:

The Company provides for onerous contracts when a present obligations arises as the unavoidable costs of meeting an obligations under a contract exceed the economic benefits expected to be received from that contract. Estimating these future losses involves a number of assumptions about the achievement of contract performance targets and the likely levels of future cost including escalation over time.

• Warranty provision:

Warranty costs are provided based on a technical estimate of the costs required to be incurred for repairs, replacements, material costs, servicing cost and past experience in respect of warranty costs. The assumptions made in current period are consistent with those in the prior year. Factors that could impact the estimated claim information include the success of the Company's productivity and quality initiatives. It is expected that this expenditure will be incurred over the contracted warranty period ranging up to 2 years from the date of site handover.

	As at March 31, 2026	As at March 31, 2025
Provisions for employee benefits		
Leave Encashment	147.68	126.84
Gratuity (Refer note 33)	51.02	2.74
Other provisions		
Provision for warranty	117.12	117.12
Provision for onerous contract	535.73	1,246.94
Total	**851.55**	**1,493.64**

Movement in provisions

	Provision for onerous contracts	Provision for warranties
As at April 1, 2024	429.69	8.50
Additional provision recognised	817.25	108.62
Unused amounts reversed	-	-
Utilised during the year	-	-
As at March 31, 2025	**1,246.94**	**117.12**
Additional provision recognised	-	-
Unused amounts reversed	-	-
Utilised during the year	711.21	-
As at March 31, 2026	**535.73**	**117.12**

Details of provisions:

	Provision for onerous contracts	Provision for warranties
As at March 31, 2026		
Current	535.73	117.12
Non-current	-	-
Total	**535.73**	**117.12**
As at March 31, 2025		
Current	1,246.94	117.12
Non-current	-	-
Total	**1,246.94**	**117.12**

20 Other current liabilities

Accounting policy

Contract liabilities: A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company satisfies the performance obligation. Contract liabilities are recorded in balance sheet as unearned revenue or customer advances as the case may be.

	As at March 31, 2026	As at March 31, 2025
Contract liabilities		
(i) Related parties (Refer note 34)	59.50	195.38
(ii) Others	1,715.43	2,559.66
Statutory dues and other liabilities*	173.22	155.90
Total	**1,948.15**	**2,910.94**

* mainly includes tax deducted at source, provident fund, etc.

For terms and conditions relating to advances given to related parties, refer note 34.

21 Revenue from operations

Accounting Policy

Revenue from contracts with customers: Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements and has pricing latitude and is also exposed to inventory risks. The Company collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The specific recognition criteria described below must also be met before revenue is recognized.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided below.

The Company has the following streams of revenue:

• Revenue from Engineering, Procurement and Construction contracts

Engineering, Procurement and Construction (EPC) contracts are contracts (or a group of contracts secured together) specifically negotiated for the construction of an asset which refers to any project for construction of plants and systems, involving designing, engineering, fabrication, supply, erection (or supervision thereof), commissioning, guaranteeing performance thereof etc., execution of which is spread over different accounting periods. The Company identifies distinct performance obligations in each contract. For most of the project contracts, the customer contracts with the Company to provide a service of integrating a complex set of tasks and components into a single project or capability. Hence, the entire contract is accounted for as one performance obligation.

The Company may promise to provide distinct goods or services within a contract, in which case the Company separates the contract into more than one performance obligation. If a contract is separated into more than one performance obligation, the Company allocates the total transaction price to each performance obligation in an amount based on the estimated relative standalone selling prices of the promised goods or services underlying each performance obligation. The Company uses the expected cost plus margin approach to estimate the standalone selling price of each performance obligation in case of contracts with more than one distinct performance obligations.

The Company assesses for the timing of revenue recognition in case of each distinct performance obligation. The Company first assesses whether the revenue can be recognized over a period of time if any of the following criteria is met:

(a) The customer simultaneously consumes the benefits as the Company performs; or

(b) The customer controls the work-in-progress; or

(c) The Company's performance does not create an asset with alternative use to the Company and the Company has right to payment for performance completed till date.

If none of the criteria above are met, the Company recognized revenue at a point-in-time. The point-in-time is determined when the control of the goods or services is transferred which is determined based on when the significant risks and rewards of ownership are transferred to the customer. Apart from this, the Company also considers its present right to payment, the legal title to the goods, the physical possession and the customer acceptance in determining the point in time where control has been transferred.

The Company recognizes revenue over time as it performs because of continuous transfer of control to the customer. For all project contracts, this continuous transfer of control to the customer is supported by the fact that the customer typically controls the work in process as evidenced either by contractual termination clauses or by the rights of the Company to payment for work performed to date plus a reasonable profit to deliver products or services that do not have an alternative use.

The Company uses cost-based measure of progress (or input method) for contracts because it best depicts the transfer of control to the customer which occurs as it incurs costs on contracts. Under the cost-based measure of progress, the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated profits, are recorded proportionally as costs are incurred.

The Company estimates variable consideration amount which it expects to be entitled under the contract and includes it in the transaction price to the extent it is highly probable that a significant reversal of cumulative revenue recognized will not occur and when the uncertainty associated with it is subsequently resolved. The estimates of variable consideration and determination of whether to include estimated amounts in the transaction price are based largely on an assessment of the anticipated performance and all information (historical, current and forecasted) that is reasonably available. Penalties/claims for any delay or improper execution of a contract are recognized as a deduction from revenue. In the balance sheet, such provisions are presented on net basis of the contract receivables.

Costs associated with bidding for contracts are charged to the Statement of Profit and Loss when they are incurred. Costs that relate directly to a contract and are incurred in securing the contract are included as part of the contract costs if they can be separately identified and measured reliably and it is probable that the contract will be obtained.

The Company provides for warranty provision for general repairs up to 12 – 24 months on its EPC contracts, in line with the industry practice. A liability is recognized at the time the contract is concluded. The Company does not provide any extended warranties.

Contract modification, when approved by both the parties to the contract, are considered as modification, if it creates new or changes the existing enforceable rights and obligations. Most of the contract modifications are not distinct from the existing contracts due to the significant integration service provided under the contract prior to modifications and are therefore, accounted for as part of the existing contract. The effect of a contract modification is recognized as an adjustment to revenue on a cumulative catch-up basis.

When it becomes probable that the total contract costs will exceed the total contract revenue, the Company recognizes the expected losses from onerous contract as an expense immediately. Penalties for any delay or improper execution of a contract are recognized as a deduction from revenue. In the balance sheet, such provisions are presented as provision for onerous contracts.

On the balance sheet date, the Company reports the net contract position for each contract as either an asset or a liability. A contract represents an asset where costs incurred plus recognized profits (less recognized losses) exceed progress billings; a contract represents a liability where the opposite is the case.

The Company combines two or more contracts entered into at or near the same time with the same customer (or related parties of the customer) and accounts for the contracts as a single contract if one or more of the following criteria are met:

(a) the contracts are negotiated as a package with a single commercial objective;

(b) the amount of consideration to be paid in one contract depends on the price or performance of the other contract; or

(c) the goods or services promised in the contracts (or some goods or services promised in each of the contracts) are a single performance obligation.

• Revenue from sale of services

Revenue in respect of operation and maintenance contracts, awarded on a standalone basis or included in long term contracts and identified as a separate performance obligation, is recognized on a time proportion basis under the contracts.

Estimates and assumptions

- Provisions for liquidated damages claims (LDs): The Company provides for LD claims to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved. This requires an estimate of the amount of LDs payable under a claim which involves management judgements and assumptions regarding the amounts to be recognised;
- Project cost to complete estimates: At each reporting date, the Company is required to estimate costs to complete on fixed-price contracts. Estimating costs to complete on such contracts requires the Company to make estimates of future costs to be incurred, based on work to be performed beyond the reporting date. This estimate will impact revenues, cost of sales, work-in-progress, billings in excess of costs, estimated earnings and accrued contract expenses.
- Recognition of contract variations: The Company recognises revenues and margins from contract variations where it is considered probable that they will be awarded by the customer and this requires management to assess the likelihood of such an award being made by reference to customer communications and other forms of documentary evidence.

Judgements

A significant portion of the Company's business relates to EPC contracts which is accounted using cost-based input method, recognizing revenue as the performance on the contract progresses. This requires management to make judgement with respect to identifying contracts for which revenue need to be recognised over a period of time, depending upon when the customer consumes the benefit, whether the customer controls the work-in-progress, whether the asset created has no alternative use and the Company has right to payment for performance completed till date, either contractually or legally. The input method requires management to make significant judgements of the extent of progress towards completion including accounting of multiple contracts which need to be combined and considered as a single contract.

(a) Revenue from contracts with customers:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from projects	23,928.96	56,943.16
Revenue from services	2,157.64	28.00
Total revenue from contracts with customers (a)	**26,086.60**	**56,971.16**

(b) Other operating revenue

	For the year ended March 31, 2026	For the year ended March 31, 2025
Exchange fluctuation gain (net)	-	4.03
Sale of Scrap	5.85	5.13
Total other operating revenue (b)	**5.85**	**9.16**
Total revenue from operations (a + b)	**26,092.45**	**56,980.32**

(c) Disclosure Pursuant to IND AS 115: Revenue from Contract with Customers

(i) By category of contracts

	For the year ended March 31, 2026	For the year ended March 31, 2025
Over a period of time basis	23,928.96	56,943.16
At a point-in-time basis	2,157.64	28.00
Total revenue from contracts with customers	**26,086.60**	**56,971.16**

ii) Contract balances

The following table provides information about contract balances from contracts with customers as at the reporting date:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Trade receivables (Refer note 6(a))	7,716.51	5,724.08
Contract assets (Refer note 6(b) and 6(c))	1,602.01	1,055.81
Unearned revenue (Contract liabilities) (Refer note 20)	1,774.93	2,755.04

Contract assets primarily relate to the Company's rights to consideration for work completed but not billed at the reporting date on from projects and customised contracts. The Contract assets are transferred to Trade receivables on completion of milestones and its related invoicing.

The Contract liabilities relate to the unearned revenue and advance consideration received from customers and performance obligations still to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised, with no impact on the Company's cash position on specific projects.

Contract assets have increased compared to the previous year primarily due to the entity received variation orders for the existing contracts during the year and satisfying performance obligations ahead of the agreed billing and payment milestones as per contractual terms. During the year ended March 31, 2026, Rs. 534.22 (March 31, 2025: Rs. 2,949.72) of opening contract asset has been reclassified to trade receivables upon completion of milestones. (Refer note 6(b)).

Contract liabilities have decreased in current year as entity has invoiced lesser than the supplies of products and services made in accordance with the contractual billing and payment schedule. The movement in advance from customer is on account of advances received and utilised during the year. During the year the Company has recognized revenue of Rs. 2,755.04 (March 31, 2025: 2,877.63) arising from opening unearned revenue.

Each contract is presented on a net basis as either a contract asset or a contract liability including for retention money (contract asset) and customer advances (contract liability) in the current year (refer note 43). Accordingly, the disclosures made for recognition of revenue and receivables out of opening contract liabilities and contract assets respectively for previous year, have also been amended to this extent.

(iii) Performance Obligation:

EPC and other than EPC contracts - Performance obligation in a project or a group of projects which are contracted at or near same time with the same or related parties and negotiated simultaneously, are combined for the purpose of evaluation. The Company has estimated that multiple commitments pertaining to engineering, procurement and commissioning of such projects is a single performance obligation which is spread over different accounting periods.

Performance obligation for operations and maintenance are evaluated on standalone basis, recognised over a period of time. Generally, performance obligations for such contracts have an original expected duration more than one year.

There are no major contracts with customers which have significant financing component included within them and therefore there is no difference between the timing of satisfaction of performance obligation vis-a-vis the timing of the payment.

(iv) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 - "Revenue from Contracts with Customers" and does not disclose information about its remaining performance obligations for contracts that have an original expected duration of one year or less and for service revenue, where the Company has a right to consideration from customers in an amount that corresponds directly with the value to the customer of

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

the entity's performance completed to date.

The Company expects that a significant portion of the remaining performance obligation will be completed in next 1 year.

(v) Reconciliation between revenue recognised in Statement of profit and loss and contract price

There is no significant variation between revenue recognised in Statement of profit and loss and contract price except price variation claims, which are considered to be part of contract price.

22 Other income

	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest on income tax refund	21.36	18.12
Net gain on sale of mutual funds	10.56	-
Fair value gain on financial instrument at fair value through profit and loss (net)	13.72	114.19
Liabilities no longer required written back	457.82	-
Miscellaneous income	0.20	38.84
Total	**503.66**	**171.15**

23 Cost of raw material and components consumed

	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the period	-	-
Add: Purchases	13,134.23	45,029.93
Inventories at the end of the period	182.00	-
Total	**12,952.23**	**45,029.93**

24 Employee benefits expense

	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries and wages	2,357.79	2,077.68
Contribution to provident and other funds	170.06	157.25
Gratuity expenses (Refer note 33)	52.99	45.47
Staff welfare expenses	41.53	38.58
Share based payment expenses (Refer note 37)	8.86	9.00
Total	**2,631.23**	**2,327.98**

25 Finance costs

	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense		
On term loan	400.93	-
On overdraft and cash credit facility	76.51	21.74
On delayed payment to micro enterprises and small enterprises	34.47	60.54
Other borrowing costs	1.46	-
Total	**513.37**	**82.28**

26 Depreciation and amortization expense

	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on property, plant and equipment (Refer note 4 (a))	38.80	77.96
Amortization of intangible assets (Refer note 4 (b))	10.33	11.60
Total	**49.13**	**89.56**

27 Other expenses

	For the year ended March 31, 2026	For the year ended March 31, 2025
Consumption of stores and spare parts	1.41	2.75
Drawing, design and technical service charges	141.61	230.74
Rent (Refer note 31)	288.86	370.35
Insurance	121.85	54.29
Repairs and maintenance		
- Others	74.01	24.65
Travelling and conveyance	163.84	180.14
Legal and professional fees (includes payment to auditors; Refer note 27 (a))	93.30	174.21
Bad debts/ Advances written off	16.28	-
Provision for impairment allowance of financial assets and contract assets (net)	775.29	1,062.86
Provision for doubtful advances (net)	14.55	38.39
Exchange fluctuation loss (net)	10.61	-
Warranty expenses	-	108.62
Corporate cost allocation (refer note 34)*	652.63	391.12
Miscellaneous expenses (includes printing and stationary, communication, etc.)	133.03	177.58
Total	**2,487.27**	**2,815.70**

* This pertains to IT and administrative overhead allocated from holding company for common cost incurred.

27 (a) Payment to auditors

	For the year ended March 31, 2026	For the year ended March 31, 2025
As auditor		
- Statutory audit fee	24.00	19.60
- Reimbursement of expenses	-	0.72
Total	**24.00**	**20.32**

28 Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity (net of income tax) is shown below:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Not reclassified to Statement of Profit or Loss		
Re-measurement gain/(loss) of defined benefit plans	14.79	(14.55)
Total	**14.79**	**(14.55)**

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

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

29 Earnings Per Share (EPS)

Accounting policy

The Company presents the basic and diluted EPS data for its equity shares.

(i) Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year;

(ii) Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares (which includes the various stock options granted to employees).

	For the year ended March 31, 2026	For the year ended March 31, 2025
Net loss attributable to the equity shareholders of the Company	(3,295.66)	(9,534.11)
Weighted average number of equity shares of Rs.10/- each considered for calculating basic EPS (in units)	36,717,808	19,082,192
Weighted average number of equity shares of Rs.10/- each considered for calculating Diluted EPS (in units)	36,717,808	19,082,192
Basic Earning per share (in Rupees)	(8.98)	(49.96)
Diluted earnings per share (in Rupees)	(8.98)	(49.96)

30 Contingent liabilities

Accounting policy

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

The Company has issued various guarantees for performance, deposits, tender money, advances, etc. The management has considered the probability for outflow of the same to be remote and accordingly no amount has been disclosed here.

31 Capital and other commitments

a) Estimated amount of contracts remaining to be executed on capital account (net of advance) and not provided for is Nil (March 31, 2025 - Nil).

b) Lease commitments

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Accounting Policy:

Operating lease

i) Company as lessee

The Company's leases primarily consist of office building. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

(1) The contract involves the use of an identified asset;

(2) The Company has right to obtain substantially all of the economic benefits from use of the asset through the period of the lease; and

(3) The Company has the right to direct the use of the asset."

The Company has taken office building on cancellable operating lease. Lease rentals are charged to the Statement of profit and loss for the period. The lease is renewable on mutually agreeable terms. At the expiry of the lease term, the company has an option to terminate the agreement [dated 22-May-25] or extend the term by giving notice in writing. Since the contract is a cancellable contract, the entity has elected to apply the exemption available under Ind AS 116 and has recognised the lease payments associated with those leases as an expense. Refer note 27.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Lease payments for the year	28.76	34.05
Future minimum lease rental payables under cancellable operating leases are as follows:		
Within one year	34.05	34.05
After one year but more than five years	-	-
More than five years	-	-

32 Segment reporting

Accounting policy

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Board of Directors of the Holding Company has identified the Chief Executive Officer as the chief operating decision maker of the Company.

Judgements

Ind AS 108 - "Operating Segments" requires Management to determine the reportable segments for the purpose of disclosure in financial statements based on the internal reporting reviewed by Chief Operating Decision Maker (CODM) to assess performance and allocate resources. The Standard also requires Management to make judgments with respect to aggregation of certain operating segments into one or more reportable segment.

Operating segments used to present segment information are identified based on the internal reports used and reviewed by the Chief Executive Officer to assess performance and allocate resources. The management has determined that some of the segments exhibit similar economic characteristics and meet other aggregation criteria and accordingly aggregated into two reportable segments i.e. Projects and Services.

The portfolio includes Technology, Engineering, Procurement and Construction ('TEPC') scope for Bio-Compressed Natural Gas (Bio-CNG) Projects and Operation and Maintenance Services for such projects. Management has determined the operating segments based on the reports reviewed by the CEO; that are used to make strategic decisions, allocation of resources and assessing the performance of the segments. The CEO of the Company evaluates the segments based on their revenue and operating results.

The CODM evaluates performance based on the revenues and operating profit for two segments: Projects & Services

Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

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

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

I Information about Business Segments:

Sr. No.	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i	Segment Revenue		
	a. Projects	23,934.81	56,980.32
	b. Services	2,157.64	-
	Total	**26,092.45**	**56,980.32**
	Less: Inter segment revenue	-	-
	Revenue from operations	**26,092.45**	**56,980.32**
ii	Depreciation, impairment and amortization		
	a. Projects	43.15	89.56
	b. Services	5.98	-
		49.13	**89.56**
iii	Segment Results		
	Profit/(loss) before tax and interest from each segment		
	a. Projects	(2,419.82)	(9,431.15)
	b. Services	(360.96)	-
	c. Unallocated	24.28	114.19
	Total	**(2,756.50)**	**(9,316.96)**
	Less :		
	i) Interest	513.37	82.28
	ii) Other unallocated expenditure net of unallocated (income)	-	-
	iii) Exceptional items (income) (Unallocated)	25.79	-
	Total loss before tax	**(3,295.66)**	**(9,399.24)**
iv	Segment Assets		
	a. Projects	14,201.29	11,675.22
	b. Services	1,207.05	-
	Total Segment Assets	**15,408.34**	**11,675.22**
	c. Unallocated	408.84	647.70
	Less: Inter segment assets	-	-
	Total Assets	**15,817.18**	**12,322.92**
v	Segment Liabilities		
	a. Projects	13,463.80	20,625.91
	b. Services	1,184.00	-
	Total	**14,647.80**	**20,625.91**
	c. Unallocated	11,858.20	404.84
	Less: Inter segment liabilities	-	-
	Total Segment Liabilities	**26,506.00**	**21,030.75**

Reconciliations to amounts in consolidated financial statements

Reconciliation of profit	For the year ended March 31, 2026	For the year ended March 31, 2025
Segment profit	(2,756.50)	(9,316.96)
Other income	-	-
Finance cost	(513.37)	(82.28)
Exceptional items	(25.79)	-
Other costs*	-	-
Profit before tax	**(3,295.66)**	**(9,399.24)**

* Mainly includes unallocable employee cost, legal and professional expenses, depreciation on unallocable assets, etc.

Reconciliation of assets	For the year ended March 31, 2026	For the year ended March 31, 2025
Segment operating assets (net of intersegment elimination)	15,408.34	11,675.22
Investments	219.66	395.38
Cash and bank balances	1.96	73.03
Bank deposits with remaining maturity more than twelve months	-	-
Balances with government authorities	187.23	179.29
Income tax assets	-	-
Contract assets	-	-
Other unallocated assets (includes deferred tax, etc.)	-	-
Total assets	**15,817.18**	**12,322.92**

Reconciliation of liabilities	For the year ended March 31, 2026	For the year ended March 31, 2025
Segment operating liabilities (net of intersegment elimination)	14,647.80	20,625.91
General borrowings	11,684.99	248.94
Income tax liabilities	-	-
Other unallocated liabilities (includes deferred tax, statutory dues, provision for leave encashment, etc.)	173.20	155.90
Total liabilities	**26,506.00**	**21,030.75**

II Information about geographic segments:

Revenue from external customers	For the year ended March 31, 2026	For the year ended March 31, 2025
India	26,086.60	56,971.16
Outside India	-	-
Total	**26,086.60**	**56,971.16**

Revenue of Rs. 22,722.45 (March 31, 2025 Rs. 49,824.19) is derived from one customer (March 31, 2025 one customer) of the company that contributed more than 10% of the total revenue in current period.

33 Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is Rs. 170.06 (March 31, 2025: Rs. 157.25).

The Government of India has implemented 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, by consolidating 29 existing labour laws on 21 November 2025. The Ministry of Labour & Employment have published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in the regulations. The Labour Codes have prescribed a uniform definition of "Wages" to be used for the purpose of calculating employee benefits like gratuity and extending eligibility to fixed-term employees ("FTEs"). Under the Labour Codes, the base on which employee benefits are calculated has increased, which has resulted in

increase in the Company's liability for employee benefits.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Code on Social Security, 2020, in line with the notification of the Labour Codes with effect from 21 November 2025. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is determined by an independent actuary (using the Projected Unit Credit method) at the end of each year. Any increase in gratuity liability arising due to implementation of Labour Codes in respect of past service cost is recognised immediately in the Statement of Profit and Loss, to the extent that the benefits are already vested, and is recognised over the vesting period in the Statement of Profit and Loss in respect of the unvested portion.

The Company makes annual contributions through trusts to a funded gratuity scheme administered by the Life Insurance Corporation of India (LIC).

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Statement of Profit and Loss in subsequent periods. Further also refer note 42.

Past service costs are recognised in the Statement of Profit and Loss on the earlier of:

(a) The date of the plan amendment or curtailment; and

(b) The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company presents the leave as a current liability in the balance sheet as it does not have an unconditional right to defer its settlement for 12 months after the reporting date. However, based on past experience and actuarial valuation performed, the Company does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months. Leave obligations which are not expected to be settled within the next 12 months amounts to Rs. 115.54 (March 31, 2025 : 100.03)

Estimates and assumptions

Defined benefit plan - Gratuity: The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. Further, another important parameter is salary considered while assessing the definition of "wages" as given in The Code on Social Security, 2020. The mortality rate is based on Indian Assured Lives Mortality (2012-14) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

The Company operates a defined benefit plan viz. gratuity for its employees. Under the gratuity plan, every employee who has completed at least specified years of service gets a gratuity on departure at 15 days (minimum) of the last drawn salary for each completed year of service. The scheme is funded with an insurance company. The fund has formed a trust and it is governed by the Board of Trustees.

The fund is subject to risks such as asset volatility, changes in assets yields and asset liability mismatch risk. In managing the plan assets, Board of Trustees review and manage these risks associated with the funded plan. Each year, the Board of Trustees reviews the level of funding in the gratuity plan. Such a review includes asset-liability matching strategy and investment risk management policy (which includes contributing to plans that invest in risk-averse markets). The Board of Trustees aim to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise.

The Company has considered a proposed restructuring of its employees compensation, and assessed the impact of the changes, consistent with the Labour Codes, the draft rules, FAQs and opinion obtained from the Company's advisors. In accordance with IND AS 19 and the FAQs issued by ICAI, the changes to gratuity benefit resulting from the Labour Codes are treated as past service costs and accordingly, the increase in the Company's obligation due to application of the Labour Codes has been recognised in the Statement of Profit and Loss. The Company continues to monitor the finalisation of Central/ State Rules and further clarifications from the Government and would give appropriate accounting effect considering those developments, as may be applicable.

I Changes in the net benefit obligation and fair value of plan assets are as follows :

Particulars	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2024	**(115.37)**	**134.55**	**19.18**
Current service cost	(41.47)	-	(41.47)
Interest (expense) / income	(7.37)	9.83	2.46
Transfer In	(6.46)	-	(6.46)
Total amount recognised in the Statement of profit and loss	**(55.30)**	**9.83**	**(45.47)**
Experience adjustments	-	-	-
Actuarial (gain)/loss from change in financial assumptions	(14.06)	-	(14.06)
Return on plan assets		(0.49)	(0.49)
Total amount recognised in Other Comprehensive Income	**(14.06)**	**(0.49)**	**(14.55)**
Transfer In	-	3.47	3.47
Employer contributions	34.63	-	34.63
March 31, 2025	**(150.10)**	**147.36**	**(2.74)**
Current service cost	(53.71)	-	(53.71)
Past Service Cost (Refer note 42)	(25.79)	-	(25.79)
Interest (expense) / income	(9.75)	10.47	0.72
Transfer In	-	-	-
Total amount recognised in the Statement of profit and loss	**(89.25)**	**10.47**	**(78.78)**
Experience adjustments	-	-	-
Actuarial (gain)/loss from change in financial assumptions	(16.95)	-	(16.95)
Return on plan assets	-	2.16	2.16
Total amount recognised in Other Comprehensive Income	**(16.95)**	**2.16**	**(14.79)**
Transfer In	(14.20)	14.97	0.77
Employer contributions	9.84	5.10	14.94
March 31, 2026	**(226.76)**	**175.74**	**(51.02)**

The fair value of the plan asset represents the amount as confirmed by the fund.

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((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

II The net liability disclosed above relates to funded plans are as follows :

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of funded obligation	(226.76)	(150.10)
Fair value of plan assets	175.74	147.36
Net (asset)/liability	**(51.02)**	**(2.74)**

III Significant assumption

The significant actuarial assumptions were as follows :

Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate	7.20%	6.70%
Future salary growth rate	7.00%	7.00%
Expected return on plan assets	6.7% P.A.	7.2% P.A.
Normal retirement age	60 years	60 years
Mortality table	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Employee turnover	12.00%	12.00%

IV Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

Assumption	Impact on defined benefit obligation	
	As at March 31, 2026	As at March 31, 2025
Discount rate		
1.00% increase	Decrease by 12.61	Decrease by 8.71
1.00% decrease	Increase by 14.06	Increase by 9.76
Future salary increase		
1.00% increase	Increase by 11.80	Increase by 8.15
1.00% decrease	Decrease by 10.81	Decrease by 7.42
Attrition Rate		
1.00% increase	Decrease by 0.14	Decrease by 0.15
1.00% decrease	Increase by 0.16	Increase by 0.17

The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous periods.

The following are the expected cash flows to the defined benefit plan in future years:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Within next 12 months	26.22	17.24
Between 2-5 years	116.26	72.63
> 5 years	296.08	223.78

The average duration of the defined benefit plan obligation at the end of the reporting period is 10.08 years (March 31, 2025 - 11.24 years)

V The major categories of plan assets are as follows:

	As at March 31, 2026	As at March 31, 2025
Investments with Insurer (LIC of India)	100.00%	100.00%

VI Risk exposure

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

Asset Volatility:

The plan liabilities are calculated using a discount rate set with reference to bond yields. If plan assets underperform, this yield will create a deficit. The plan assets are maintained with fund manager of LIC. They are subject to interest rate risk which is managed by the insurer.

Changes in bond yield:

A decrease in bond yields will increase plan liabilities.

Asset risk:

All plan assets are maintained in a trust fund managed by a public sector insurer viz; LIC. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also, interest rate and inflation risk are taken care of.

Future salary escalation and Inflation risks:

Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this risk.

Life expectancy:

Increases in life expectancy of employee will result in an increase in the plan liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.

34 Related party disclosures

Name of related parties and related party relationships

Related parties where control exists:

A Holding Company and Ultimate Holding Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation	Ownership interest		Type
			As at March 31, 2026	As at March 31, 2025	
1	RDA Holdings Private Limited	India	-	-	Ultimate holding company
2	Thermax Limited	India	100%	65%	Holding Company

B Entity with significant influence over the Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation	Ownership interest	
			As at March 31, 2026	As at March 31, 2025
1	Everenviro Resource Management Private Limited (upto August 20, 2026)	India	-	35%

THERMAX BIOENERGY SOLUTIONS PRIVATE LIMITED

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((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

C Key Management Personnel :

1 Mr. Rajendran Arunachalam - Director

2 Mr. B. C. Mahesh - Director (ceased to be director w.e.f. November 18, 2025)

3 Mr. Kirtiraj Jilkar - Director (ceased to be director w.e.f. November 18, 2025)

4 Mr. Basant Kumar Jain - Director (ceased to be director w.e.f. July 01, 2024)

5 Mr. Hemant Mohgaonkar - Director (ceased to be director w.e.f. November 27, 2024)

6 Mr. Deodatta Deshpande - Chief Executive Officer

7 Mr. Harish Tikotkar - Chief Financial Officer (ceased to be Chief financial officer w.e.f. May 02, 2025)

8 Mr. Rohit Mittal - Chief Financial Officer (w.e.f. May 03, 2025)

9 Mr. Arun Unni - Director (w.e.f. November 27, 2024)

10 Mr. Rajan Nair - Independent Director (w.e.f. October 23, 2024)

11 Mr. Anoop Kumar Poddar - Director (ceased to be director w.e.f. April 14, 2025)

12 Mr. Sandip Bikash Mukherjee - Independent Director (ceased to be director w.e.f. November 05, 2025)

13 Ms. Vasundhara Sen – Additional Director (w.e.f. September 26, 2025)

14 Ms. Shruti Avinash Ghalsasi - Company Secretary (w.e.f. January 10, 2025)

D Individuals having significant influence over the Company by reason of voting power and their relatives:

1 Mrs. Meher Pudumjee - Chairperson of Holding Company

2 Mrs. Anu Aga - Relative of Chairperson of Holding Company

3 Mr. Pheroz Pudumjee - Director of Holding Company

4 Mr. Zahaan Pudumjee - Relative of Chairperson of Holding Company

E Other Related parties with whom transactions have taken place during the year:

Fellow Subsidiaries in India/Outside India

Sr No.	Name of the entity	Place of business/ Country of incorporation
1	Enernxt Private Limited	India

Transactions during the period

Particulars	Thermax Limited		Entity with significant influence over the company#		Entities controlled by Holding Company		Key management personnel and individuals		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Issue of equity shares	1,300.00	1,300.00	-	700.00	-	-	-	-	1,300.00	2,000.00
Remuneration of Key Management Personnel	-	-	-	-	-	-	180.08	174.54	180.08	174.54
Director's sitting fees	-	-	-	-	-	-	8.50	4.60	8.50	4.60
Revenue from projects	121.08	-	226.28	5,207.29	120.87	-	-	-	468.23	5,207.29
Recovery of expenses received	355.02	165.17	-	-	20.92	40.43	-	-	375.94	205.60
Purchase of project bought-out and components	283.36	6,279.51	-	-	-	-	-	-	283.36	6,279.51
Corporate cost allocation	652.63	391.12	-	-	-	-	-	-	652.63	391.12
Reimbursement of expenses paid**	102.08	5.29	108.64	-	-	-	-	-	210.72	5.29
Interest expenses	400.93	-	-	-	-	-	-	-	400.93	-
Rent expenses	28.76	34.05	-	-	-	-	-	-	28.76	34.05

**These amounts have been reimbursed to the Holding company and entity with significant influence over the company.

Balances as at the period-end

Particulars	Thermax Limited		Entity with significant influence over the company		Entities controlled by Holding Company		Key management personnel and individuals		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Trade receivables*	98.65	-	-	3,397.45	-	-	-	-	98.65	3,397.45
Contract Assets	-	-	-	-	120.87	-	-	-	120.87	-
Other receivables	52.04	42.55	-	-	93.99	72.99	-	-	146.03	115.54
Trade payables	2,797.54	4,530.49	-	-	-	-	-	-	2,797.54	4,530.49
Loan taken	10,159.74	-	-	-	-	-	-	-	10,159.74	-
Advance to suppliers	0.38	18.27	-	-	-	-	-	-	0.38	18.27
Contract liabilities (customer advance)	-	-	-	195.38	59.50	-	-	-	59.50	195.38

* Before Impairment provision Rs. Nil (March 31, 2025: Rs. 383.07)

This pertains to transactions / balances upto August 20, 2025, as entity ceased to have significant influence post August 20, 2025.

F The following provides total amount of related party transactions during the relevant financial year:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Transactions during the year		
Recovery of expenses received		
Thermax Limited, India	355.02	165.17
Enernxt Private Limited	20.92	40.43
Purchase of project bought-out and components		
Thermax Limited, India	283.36	6,279.51
Reimbursement of expenses paid		
Thermax Limited, India	102.08	5.29
Everenviro Resource Management Private Limited	108.64	-
Corporate cost allocation		
Thermax Limited, India	652.63	391.12
Rent expenses		
Thermax Limited, India	28.76	34.05
Interest on loan		
Thermax Limited, India	400.93	-
Revenue from Projects		
Thermax Limited, India	121.08	-
Enernxt Private Limited	120.87	-
Everenviro Resource Management Private Limited	226.28	5,207.29
Remuneration to key management personnel		
Mr. Deodatta Deshpande	120.01	101.47
Mr. Harish Tikotkar	3.30	71.72
Ms. Shruti Ghalsasi	5.63	1.35
Mr. Rohit Mittal	51.14	-
Director's sitting fees		
Mr. Sandip Bikash Mukherjee	4.00	2.30
Mr. Rajan Nair	4.50	2.30
Issue of equity shares		
Thermax Limited, India	1,300.00	1,300.00
Everenviro Resource Management Private Limited	-	700.00

Particulars	As at March 31, 2026	As at March 31, 2025
Balances as at the year end		
Other receivables		
Thermax Limited India	52.04	42.55
Enernxt Private Limited	93.99	72.99
Trade receivables		
Everenviro Resource Management Private Limited	-	3,397.45
Thermax Limited, India	98.65	-
Contract asset		
Enernxt Private Limited	120.87	-
Advances to suppliers		
Thermax Limited, India	0.38	18.27
Loan taken		
Thermax Limited, India	10,159.74	-
Trade payables		
Thermax Limited, India	2,797.54	4,530.49
Contract liabilities (customer advance)		
Everenviro Resource Management Private Limited	-	195.38
Enernxt Private Limited	59.50	-

G. Terms and conditions of related party transactions

All the transactions with related parties are assessed to be at arm's length price by the management. Outstanding balances at the year-end are unsecured and interest free except loans taken and settlement occurs in cash. Refer note 15 for terms and conditions for loans from related parties. The transactions with related parties (excluding relatives of KMPs) includes managerial remuneration which is determined based on market conditions and is approved by Board of Directors.

Share-based payments include the perquisite value of stock incentives exercised during the year, determined in accordance with provisions of Income Tax Act, 1961.

There have been no guarantees provided or received for any related party receivables or payables except as disclosed in note 34.

In case of transactions with related parties during the year, the amounts are exclusive of applicable taxes.

The Company has recorded an impairment of receivables of March 31, 2026: Rs.Nil (March 31, 2025: Rs.383.07) relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

35 Fair value measurements

Estimates and assumptions

Fair value measurement of unquoted financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of assumption is required in establishing fair values. Assumptions include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

a) Category of financial instruments and valuation techniques

(i) Financial assets

Details of financial assets carried at amortised cost :

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Trade receivables	6 (a)	7,716.51	5,724.08
Cash and cash equivalents	10	1.96	73.03
Other financial assets	11	300.68	118.27
Total		**8,019.15**	**5,915.38**
Current assets		8,019.15	5,915.38
Non-current assets		-	-
Total		**8,019.15**	**5,915.38**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Details of financial assets carried at fair value through profit and loss:

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Other financial assets (non-current)	5	2,300.00	-
Investments	9	219.66	395.38
Total		**2,519.66**	**395.38**
Current assets		219.66	395.38
Non-current assets		2,300.00	-
Total		**2,519.66**	**395.38**

The fair values of the quoted mutual funds are based on Net Asset Value as at the reporting date.

The fair values of the other financial assets are based on level III inputs.

(ii) Financial liabilities

Details of financial liabilities carried at amortised cost

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Borrowings	15 & 17	11,684.99	248.94
Trade payable	16 (a) & (b)	11,895.48	16,222.89
Employee related payables	18	125.79	138.03
Other liabilities	18	0.04	0.05
Total		**23,706.30**	**16,609.91**
Current liabilities		13,546.56	16,424.98
Non-current liabilities		10,159.74	184.93
Total		**23,706.30**	**16,609.91**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Details of derivative assets / (liabilities)

	As at March 31, 2026	As at March 31, 2025
Derivative instruments		
Derivative not designated as hedges		
Foreign exchange forward contracts	16.44	(16.26)
Total	**16.44**	**(16.26)**
Current assets / (liabilities)	16.44	(16.26)
Non-current assets / (liabilities)	-	-
Total	**16.44**	**(16.26)**

The Company enters into derivative financial instruments in the nature of forward exchange contracts with banks. Foreign exchange forward contracts are valued using valuation techniques, which employs the use of market observable inputs which captures credit quality of counterparties, foreign exchange spot and forward rates, yield curves of the respective currencies and currency basis spreads between the respective currencies. All derivative contracts are fully cash collateralised, thereby eliminating both counterparty and the Company's own non-performance risk. The changes in counterparty credit risk had no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationships and other financial instruments recognised at fair value.

b) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2026

	Date of valuation	Level 1	Level 2	Level 3
Financial assets				
Investments				
Mutual funds	March 31, 2026	219.66	-	-
Financial assets				
Other Financial assets	March 31, 2026	-	-	2,300.00
Derivative financial assets	March 31, 2026	-	16.44	-

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2025

	Date of valuation	Level 1	Level 2	Level 3
Financial assets				
Investments				
Mutual funds	March 31, 2025	395.38	-	-
Financial liabilities				
Derivative financial liabilities	March 31, 2025	-	16.26	-

There has been no transfer between Level 1 and Level 2 during the year and during the previous year.

c) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- The use of quoted market prices or dealer quotes for similar instruments;
- For other financial assets - discounted cash flow analysis.

All of the resulting fair value estimates are included in level 1 and level 2 except for unlisted preference shares in other entities, where the fair values have been determined based on discounting of future cash flows.

The Company has invested in other financial assets measured using level 3 inputs during the year. Further, as at year end, as cost of investment approximates it's fair value additional disclosures in accordance with Ind AS 113(93)(e) has not been provided.

Further, fair value of the same has been computed using unobservable inputs viz. earnings growth rate and risk adjusted discount rate.

d) The finance department includes a dedicated team responsible for performing valuations of financial assets and liabilities for financial reporting purposes, including Level 3 fair value measurements. This team operates within a structured governance framework, and valuation processes and outcomes are reviewed on the basis of reporting cycle of the Company.

Changes in Level 2 and Level 3 fair values, if any, are evaluated at the end of each reporting period as part of the quarterly valuation review process. During this review, the valuation team presents an analysis explaining the drivers of movements in fair values.

36 Financial risk management

The Company's principal financial liabilities, other than derivatives, comprise trade and other payables and borrowings. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations. The Company also holds FVTPL and amortised cost investments and enters into derivative transactions.

Risk is inherent in the Company's activities but it is managed through a process of on going identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. No significant changes were made in the risk management objectives and policies during the years ended March 31, 2026 and March 31, 2025. The management of the Company reviews and agrees policies for managing each of these risks which are summarised below:

I Market risk

Market risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market variables such as interest rates, foreign exchange rates, etc.

Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a 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 is not currently exposed significantly to such risk.

Particulars	Impact on profit before tax	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest rate		
- Increase by 100 basis points	(116.85)	(2.49)
- Decrease by 100 basis points	116.85	2.49

b Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

Foreign exchange risk is managed on the basis of limits determined by management and a continuous assessment of current and expected exchange rate movements and entering into derivative contracts (foreign currency forward contracts) that hedge the exposure of underlying transactions (i.e., highly probable forecast sales and purchases).

Foreign currency risk exposure:

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
	EURO	EURO
Financial liabilities		
Trade payables	676.77	484.00
Net exposure to foreign currency risk - asset/ liability	**676.77**	**484.00**

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in USD and EUR exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including foreign currency derivatives not designated as cash flow hedge and foreign currency derivatives with underlying foreign currency monetary assets/liabilities designated as cash flow hedge. The impact on the Company's other components of equity (pre-tax) is due to changes in the fair value of forward exchange contracts designated as cash flow hedges.

Particulars	Impact on profit before tax		Impact on other components of equity	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
EURO Sensitivity				
INR/EUR - Increase by 5%	(33.84)	(24.20)	-	-
INR/EUR - Decrease by 5%	33.84	24.20	-	-

Favourable impact shown as positive and adverse impact as negative.

The exposure to other foreign currencies is not significant to the Company's financial statements.

c Price risk

The Company's investments are susceptible to market price risk arising from uncertainties about future values of the investment securities. These securities are quoted / unquoted. The Company manages the price risk through diversification and by placing limits on individual mutual fund instruments. Further, the price risk is also mitigated by switching the investment portfolio between diversified categories of mutual fund instruments. Reports on the investment portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions. The Company is not currently exposed significantly to such risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and contract assets) and from its investing activities which includes investments in mutual funds.

Trade receivables & contract assets

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous group and assessed for impairment collectively. The calculation is based on losses as per historical data. The maximum exposure to credit risk at the reporting date is the carrying value disclosed in note 6. To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. Contract assets represents the Company's right to consideration for work completed but not billed or where the receipt of consideration is conditional on successful completion of a performance obligation and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The charge of impairment to Statement of Profit and Loss is disclosed in note 27. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Other financial instruments

Credit risk from balances with banks, mutual funds and other financial instruments like derivative contracts are managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties having a good market reputation and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Debt instruments (excluding loans to related parties)

All of the entity's debt instruments (preference shares in other entities) at fair value through profit and loss are considered to have low credit risk, and the loss allowance has not been recognised during the period basis 12 months' expected losses. This has been considered to have low credit risk when they have a low risk of default based on Company's expectation to meet performance on the contract and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, the Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at operating segments level in the Company in accordance with practice and limits set by the Company. In addition, the Company's

liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

(i) Maturities of financial liabilities

The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

March 31, 2026	Less than 1 year	1 to 3 years	Total
Non-derivative			
Trade payables	11,895.48	-	11,895.48
Borrowings	1,525.25	10,159.74	11,684.99
Other financial liabilities :			
Employee related payables	125.79	-	125.79
Other payables	0.04	-	0.04
	13,546.56	**10,159.74**	**23,706.30**

March 31, 2025	Less than 1 year	1 to 3 years	Total
Non-derivative			
Trade payables	16,037.96	184.93	16,222.89
Borrowings	248.94	-	248.94
Other financial liabilities :			
Employee related payables	138.03	-	138.03
Other payables	0.05	-	0.05
Derivatives (net settled)	16.26	-	16.26
Foreign exchange forward contracts			
	16,441.24	**184.93**	**16,626.17**

Financing arrangements

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

Particulars	As at March 31, 2026	As at March 31, 2025
Expiring within one year (bank overdraft and other facilities)	13,827.00	15,666.00
Expiring beyond one year (bank loans)	-	-

The aforesaid undrawn borrowing facility includes limits towards bank overdraft and non-fund based facilities. The bank overdraft facilities might be drawn at any time, subject to the continuance of satisfactory credit ratings. The working capital limits are secured by hypothecation of current assets.

37 Share based payments

Employees Stock Option Plan 2021 (ESOP 2021)

The Parent Company approved Employee Stock Option Plan at their meeting in January 2022. Pursuant to this approval, the Parent Company instituted ESOP 2021 Plan in January 2022. The nomination and remuneration committee of the Parent Company administers this Plan. Each option carries with it the right to purchase one equity share of the Parent Company. The Options have been granted to employees of the Company at an exercise price that is not less than the face value of shares as on date of grant of such option. Option Granted under ESOP 2021 shall vest not earlier than minimum period of 1 (One) year and not later than maximum period of 3 (Three) years from the date of Grant. The vesting of the options is 33%, 33% and 34% of total options granted after end of first, second and third year respectively from the date of grant. The exercise period is 5 years from the date of vesting.

Number and weighted average exercise prices of options granted, exercised and cancelled/lapsed during the financial year

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
	Number options	Weighted average exercise price per share (Rs.)	No.of options	Weighted average exercise price per share (Rs.)
Options outstanding at the beginning of the year	537	15.25	454	15.25
Granted during the year	244	15.25	233	15.25
Forfeited during the year	-	-	-	-
Exercised during the year	227	15.25	150	15.25
Lapsed during the year	-	-	-	-
Options outstanding at the end of year	554	15.25	537	15.25
Options exercisable at the end of the year	-	-	-	-

There were no options exercised during the year.

The weighted average remaining contractual life is as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Exercise price	Rs. 15.25 per share	Rs. 15.25 per share
Weighted average contractual life (years)	Ranging between 1.83 - 4.41 Years	Ranging between 1.83 - 4.28 Years
Number of options outstanding	554	537

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model with the following assumptions:

Particulars	As at March 31, 2026	As at March 31, 2025
1. Exercise price (Rs.)	15.25	15.25
2. Price of underlying share in the market at the time of option grant	Ranging between 2,139.45 - 4,485.35	Ranging between 2,139.45 - 4,485.35
3. Weighted average fair value of options granted (Rs)	Ranging between 2,107.61 - 4,384.98	Ranging between 2,107.61 - 4,384.98
4. Expected life of the option (years)	3.5-5.5	3-5
5. Risk free interest rate (%)	Ranging between 6.41% - 7.56%	Ranging between 6.41% - 7.56%
6. Expected volatility (%)	Ranging between 12.86% - 15.01%	Ranging between 12.86% - 15.01%
7. Dividend yield (%)	Ranging between 0.42% - 0.48%	Ranging between 0.47% - 0.48%

The Company recorded an employee compensation cost of Rs. 8.86 (March 31, 2025 : Rs 9.00) in the Statement of Profit and Loss.

The expected price volatility is based on the historic volatility, adjusted for any expected changes to future volatility due to publicly available information.

38 Key financial ratios

The following are analytical ratios for the period ended March 31, 2026 and March 31, 2025:

Particulars	Numerator	Denominator	March 31, 2026	March 31, 2025	Variance	Reason for variance
Current Ratio	Current Assets	Current Liabilities	0.78	0.56	39.29%	Refer note 38 (a)
Debt to Equity ratio	Total debt (including borrowings)*^	Shareholder's Equity	1.09	0.03	3,533.33%	Refer note 38 (b)
Debt Service Coverage ratio	Net operating income^	Total debt service^^	(1.70)	(34.59)	(95.09%)	Refer note 38 (c)
Return on equity ratio	Profit after tax	Average shareholder's Equity	(0.34)	(1.94)	(82.47%)	Refer note 38 (d)
Trade receivable turnover ratio	Revenue from contracts with customers (Net credit sales)	Average Trade Receivables	3.88	8.77	(55.76%)	Refer note 38 (e)
Trade payables turnover ratio	Purchases# (Net credit)	Average Trade Payables	1.04	3.83	(72.85%)	Refer note 38 (f)
Net working capital turnover ratio	Revenue from contracts with customers (Net sales)	Working Capital *	(7.36)	(6.21)	18.52%	-
Net Profit ratio	Profit after tax	Revenue from contracts with customers (Net sales)	(0.13)	(0.17)	(23.53%)	-
Return on capital employed (ROCE)	Profit before tax and Finance Cost	Capital Employed **	(2.79)	(1.10)	153.64%	Refer note 38 (g)
Return on investment (ROI)	Realised gains and unrealised gains on investments	Average investment	8.00%	13.00%	(38.46%)	Refer note 38 (h)
Inventory turnover ratio	Cost of goods sold	Average inventories	142.33	-	100.00%	Refer note 38 (i)

Explanations:

* Total Current Assets - Total Current Liabilities

** Total Equity + borrowings

Total Supplier purchases include project bought-outs, other expenses and staff welfare expenses

^Profit after tax + Finance cost + depreciation and amortization for the period

^^ Current borrowings + Interest Paid

*^ Total debt = Overdraft facility availed and intercompany loan availed during the year during the yea

38 (a) Increase in receivables and decrease in payables at year end date has led to increase in current ratio.

38 (b) Company has availed intercompany loan and overdraft position has been increased resulting in increase in debt to equity ratio.

38 (c) During the year company has utilised additional overdraft facility resulting in decrease in ratio.

38 (d) Improvement mainly due to reduction in losses during the year compared to previous year.

38 (e) Decline due to lower revenue along with increase in trade receivables.

38 (f) Decline due to lower purchases and reduction in operational scale during the year.

38 (g) Deterioration due to persistent losses along with significant increase in borrowings (capital employed).

38 (h) Decline due to lower investment income and reduction in investment base.

38 (i) Increase due to inventory build-up in current year compared to negligible inventory in prior year.

39 Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long- term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. No changes were made in the objectives, policies or processes during the years ended March 31, 2026 and March 31, 2025. Capital represents equity attributable to equity holders of the Company.

The Company monitors capital using a gearing ratio which is net debt/ obligation divided by total equity. The Company's policy is to keep the gearing ratio optimum.

	As at March 31, 2026	As at March 31, 2025
Borrowings	11,684.99	248.94
Less: Cash and cash equivalents	(1.96)	(73.03)
Net debt	**11,683.03**	**175.91**
Equity	(10,688.82)	(8,707.83)
Capital and net debt	**994.21**	**(8,531.92)**
Gearing ratio	**11.75**	**(0.02)**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2026 and March 31, 2025.

40 Other Statutory Information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property; under the Prohibition of Benami Property Transactions Act, 1988 (as amended from time to time) (formally the Benami Transaction (Prohibition) Act, 1988 (45 of 1988)) and Rules made there under.

(ii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

(iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the current or previous financial year.

(iv) The Company has not made 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).

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

(vi) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(vii) The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were was taken.

(viii) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall:

(a) 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

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

(ix) Other than as disclosed in the note 5, the Company has not received any funds from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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

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

(x) The Company has complied with the number of layers prescribed under the Companies Act, 2013, read with the Companies (Restriction on number of layers) Rules, 2017.

(xi) There are no shares held in struck off companies. For the year ended March 31, 2026, and March 31, 2025 there are no transactions with struck off companies and no balances are outstanding as on year end.

41 Compliance with section 143 (3) for maintenance of books of accounts and audit trail

Maintenance of Books of Accounts:

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode and along with the logs of the back-up of such books of account.

Requirements u/s 143(3) of the Act

Books of Account maintained on cloud/ servers physically located in India

Backup maintained in India on daily basis

Audit Trail:

The Company has used multiple accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software. Also, management has not noticed any instances of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

42 Exceptional item

Accounting policy

When the items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the Company for the period, the nature and amount of such items are disclosed separately as exceptional item.

	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory impact of new Labour Codes*	25.79	-
	25.79	-

*Effective 21 November 2025, The Government of India has consolidated multiple existing labour legislations into a unified framework comprising of four Labour Codes collectively referred to as the 'New Labour Codes'. Under Ind AS 19, changes to employee benefit plans arising from legislative amendments constitute a plan amendment, requiring recognition of past service cost immediately in the Statement of Profit and Loss.

The Company has assessed and disclosed the incremental impact of the New Labour Codes of Rs. 25.79 lakhs, primarily arising due to change in definition of wages and the recognition of such past service costs.

The Government is in the process of notifying related rules to the New Labour Codes and impact of these will be evaluated and accounted for in accordance with applicable accounting standards in the year in which they are notified. Considering the materiality and regulatory-driven, non-recurring nature of this impact, the Company has presented such past service cost as "Statutory impact of new Labour Codes" under "Exceptional Items" in the Statement of Profit and Loss for the year ended March 31, 2026.

43 Previous period figures have been regrouped/reclassified to conform to current year's classification as under:

Particulars	Previously reported amount - Year ended March 31, 2025	Effect of reclassification				Revised Amount
		Contract assets presented on the face of balance sheet	Retention monies reclassified to Contract assets	Offsetting of contract assets and contract liabilities	Other reclassifications	
Contract Assets (Current)	-	234.06	7,139.70	(6,539.66)	-	834.10
Other financial assets (Current)	352.33	(234.06)	-	-	-	118.27
Trade Receivables (Current)	12,863.78	-	(7,139.70)	-	-	5,724.08
Contract assets (Non-current)	-	221.71	-	-	-	221.71
Trade Receivables (Non-current)	221.71	(221.71)	-	-	-	-
Other liabilities (Current)	9,450.60	-	-	(6,539.66)	-	2,910.94
Other expenses	19,020.96	-	-	-	(16,205.26)	2,815.70
Site expenses and contract labour charges (presented on the face of the statement of profit and loss)	-	-	-	-	16,205.26	16,205.26

44 The Company has continued to incurr losses during the current year. As at March 31, 2026, the Company has accumulated losses of Rs. 14,488.82 lakhs which have significantly eroded the net worth of the Company. Further, the Company also has negative working capital as at the year end. The financial statements have been prepared on going concern basis in view of the support letter received from Thermax Limited, holding company, to confirm its continued financial support to the Company to enable the Company to meet its financial obligations, as they fall due, for a year of not less than twelve months from the date of signing of these financial statements.

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Jinesh H Shah
Partner
Membership No. 125557

Place: Pune
Date: May 04, 2026

For and on behalf of the Board of Directors of
Thermax Bioenergy Solutions Private Limited
CIN : U40107PN2022PTC213848

Rajendran Arunachalam
Director
DIN: 08446343

Arun Unni
Director
DIN: 10831177

Deodatta Deshpande
Chief Executive Officer

Rohit Mittal
Chief Financial Officer

Shruti Ghalsasi
Company Secretary
M.No. A75663

Place: Pune
Date: May 04, 2026

ENERNXT PRIVATE LIMITED

Board of Directors
Khushboo Bhatia
Deodatta Deshpande
Deepak Joshi (w.e.f. April 1, 2025)

Registered Office
Thermax House,
14, Mumbai – Pune Road,
Wakdewadi,Pune – 411003

Auditors
B. K. Khare & Co.
Chartered Accountants
Hotel Swaroop, 4th Floor, Lane No. 10,
Prabhat Road, Pune 411004

Key Managerial Personnel
Mandar Dandekar (Chief Financial Officer)
(w.e.f. April 1, 2025)
Ramkumar S. (Manager)
Akancha Bhadani (Company Secretary)
(w.e.f. July 23, 2025)

Bankers
HSBC Bank

DIRECTORS' REPORT

Dear Shareholder,

The Directors present the Fourth Annual Report of the Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. lakh)

Particulars	2025-2026	2024-2025
Total income	8.37	1.23
Profit before depreciation and interest	(23.55)	(71.43)
Depreciation	-	-
Interest	36.43	-
Profit before tax	(59.98)	(71.43)
Provision for taxation (incl. deferred tax)	-	-
Profit after tax	(59.98)	(71.43)

STATE OF COMPANY'S AFFAIRS

Enernxt Private Limited was incorporated on 5th January, 2021 and there was no commercial business activity during the year. The Company earned a total income of Rs. 8.37 lakh mainly from other income sources.

During the Financial Year 2025-26, the Company has understood the challenges being faced by the other developers in stabilization of paddy straw based CNG Projects. The learnings are being implemented for which additional land, additional digestor, Shredding equipment from Austria and Agitators from Germany are being arranged. Required regulatory approvals from Government authorities for setting up the plant are under progress. Construction of the plant under progress and commissioning and stabilization will be completed in this financial year.

The decision to set up its first Bio CNG plant in Punjab is to partially address the perennial problem of rice stubble burning in Punjab causing pollution issues in North India every year.

The company, in line with its green energy initiative, will set up more such Bio CNG plants in future. With the increased attention on climate change and planned progressive renunciation of coal and other fossil fuels, the market for agro-waste based CNG solutions is expected to grow steadily.

HEALTH AND SAFETY

The Company will ensure focused and continuous improvement on its Safety and Health standards.

MATERIAL CHANGES AFFECTNG FINANCIAL POSITION OF THE COMPANY

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the company.

DIVIDEND

The directors do not recommend any dividend on equity shares.

AMOUNT PROPOSED TO BE CARRIED TO RESERVES

The Company does not propose to carry any amount to reserves.

SHARE CAPITAL

During the year, the authorized share capital of the Company has increased from Rs. 35,00,00,000 divided into 3,50,00,000 equity shares of Rs. 10/- each to Rs. 55,00,00,000 divided into 5,50,00,000 equity shares of Rs. 10/- each as on March 31, 2026. Further, the Directors through circular resolution dated November 11, 2025 approved issuance of shares to the existing shareholders of the Company on a rights basis. However, the Company received renunciation letters from all other shareholders in favor of Thermax Onsite Energy Solutions Limited. Accordingly, the Company allotted a total of 1,00,00,000 equity shares, aggregating to Rs. 10,00,00,000 to Thermax Onsite Energy Solutions Limited. Thermax Onsite Energy Solutions Limited shareholding in the Company remains unchanged. The details of the rights issue are as follows:

Date of Issue	Number of Shares	Nominal value per share (Rs.)	Amount paid up (Rs.)	Allotted to
November 11, 2025	1,00,00,000	Rs. 10/-	10,00,00,000	Thermax Onsite Energy Solutions Limited

During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

PUBLIC DEPOSITS

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company did not give any loan or make an investment pursuant to the provisions of Section 186 of the Companies Act, 2013.

BUSINESS RISK MANAGEMENT

The Company is in the business of supply of Bio CNG to OMC (oil manufacturing Companies) by producing the same in Bio CNG plant. It is susceptible directly and indirectly to govt. policies, global trends related to renewable energy and conservation of natural resources.

The Company follows a structured risk management process supported by a Risk Management framework to manage risks emanating from external factors and internal actions. Risk Management is ingrained in the operations of the various functions of the company.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Internal controls are reviewed by Internal Audit Department of the holding company on a periodical basis. Internal Audit is not applicable for the company as per section 138 of Companies Act and Rule 13 of the Companies (Accounts) Rules, 2014.

KEY MANAGERIAL PERSONNEL (KMP)

Following are the changes in the KMP during FY 2025-26.

Sr. No.	Name of KMP	Appointment/ Resignation	Effective date
1.	Mr. Mandar Dandekar, Chief Financial Officer	Appointment	April 1, 2025
2.	Ms. Kajal Kabra, Company Secretary & KMP	Resignation	June 20, 2025
3.	Ms. Akancha Bhadani, Company Secretary & KMP	Appointment	July 23, 2025

DIRECTORS

Currently, the Board of the Company comprises of Three Directors. In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Deepak Joshi (DIN: 11004466), retires by rotation and being eligible, offers himself for re-appointment.

BOARD MEETINGS

The Board met four times on April 24, 2025, July 23, 2025, November 5, 2025 and January 27, 2026 during the year. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. Details of meetings attended by the members are as follows:

Board Members	Dates of the Board Meeting			
	April 24, 2025	July 23, 2025	November 5, 2025	January 27, 2026
Ms. Khushboo Bhatia	P	P	P	P
Mr. Deepak Joshi	P	P	P	P
Mr. Deodatta Deshpande	A	A	A	P

NA: Not Applicable *A: Absent* *P: Present*

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the company for that period;

(c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The Directors have prepared the annual accounts on a going concern basis; and

(e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SECRETARIAL STANDARDS

The Company follows the Secretarial Standards issued by the Institute of Company Secretaries of India on the Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2). The Company is in compliance with these secretarial standards.

RELATED PARTY TRANSACTIONS

All related party transactions (RPTs) that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the company at large. Therefore, requirements of disclosure of RPTs in AOC-2 are not attracted.

A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the Financial Statements.

CONSERVATION OF ENERGY

The Company is in the business of supply of Bio CNG to OMCs. by producing the same in Plant. This activity directly helps to reduce Carbon Footprint.

TECHNOLOGICAL ABSORPTION

There was no technology acquisition and absorption during the year under review.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Information pertaining to foreign exchange earnings and outgo, under Section 134(3)(m) of the Companies Act, 2013 is as follows:

	(Rs. in lakhs)
Foreign exchange earnings	NIL
Foreign exchange outgo	266.32

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, duly amended, in respect of employees of the company, will be provided upon request. In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.

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

The company is committed to provide a safe and conducive work environment to its employees. There were no cases pending at the beginning of the year/ filed during the year, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There were no cases pending at the beginning of the year/ filed during the year, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

A. Number of Sexual Harassment Complaints received: Nil

B. Number of Sexual Harassment Complaints disposed off: Nil

C. Number of Sexual Harassment Complaints beyond 90 days: Nil

AUDITORS

B. K. Khare, Chartered Accountants, (Firm Registration No. 105102W) have been re- appointed as the Statutory Auditors of the Company for 2nd term of 3 years at its 2nd Annual General Meeting (AGM) held on July 24, 2023 upto the conclusion of 5th AGM of the Company.

The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

ENERNXT PRIVATE LIMITED

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

ANNUAL RETURN

The Company does not have any official website, hence provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 are not applicable.

RESTRICTION ON PURCHASE BY COMPANY OR GIVING OF LOANS BY IT FOR PURCHASE OF ITS SHARES

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company its Directors or Key Managerial Personnel, for purchase or subscribe shares of the Company.

THE INSOLVENCY AND BANKRUPTCY CODE, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

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

There was no such instance occurred during the period under review.

NUMBER OF EMPLOYEES AS ON CLOSURE OF FINANCIAL YEAR

A. Male: Nil

B. Female: Nil

C. Transgender: Nil

A STATEMENT BY THE COMPANY WITH RESPECT TO THE COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961.

The Company has complied with the Provisions relating to the maternity Benefits Act, 1961.

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the support extended by the company's customers, vendors and bankers during the year and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors of
Enernxt Private Limited

Pune, April 29, 2026

Khushboo Bhatia
Director
DIN: 09019736

Deepak Joshi
Director
DIN: 11004466

INDEPENDENT AUDITOR'S REPORT

To the members of EnerNxt Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **EnerNxt Private Limited** ("the Company"), which comprise the Balance Sheet As at March 31, 2025, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, 2025, its loss and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures, but does not include the Financial Statements and our Auditors' Report thereon.

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

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

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

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' 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.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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 and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the 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, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 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 the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) In our opinion, the Company did not paid/provided managerial remuneration to its directors during the year and hence the provisions of section 197 read with Schedule V to the Act are not applicable.

   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of 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 does not have any pending litigations which would impact its financial position

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

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

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

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

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

   (v) The Company has not declared and 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 which have 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 that, audit trail feature is not enabled for certain transactions including master data and direct changes to data when using certain privileged access rights, as described in note 35(b) to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of accounting software wherever these elements are enabled.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No.: 125657
UDIN No: 24125657BKESNB9215

Pune, April 26, 2024

Annexure A to the Independent Auditors' Report

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

We have audited the internal financial controls with reference to financial statements of **EnerNxt Private Limited** ("the Company") as of March 31, 2024 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to 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 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.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively As at March 31, 2025, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No.: 125657
UDIN No: 24125657BKESNB9215

Pune, April 26, 2024

ENERNXT PRIVATE LIMITED

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

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

(1) i) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and investment properties.

ii) The property, plant and equipment and investment properties are physically verified by the Company once in two years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment and investment properties. In accordance with the programme, the Company has physically verified property, plant and equipment during the financial year and no material discrepancies were noted on such verification.

iii) According to the information and explanations given to us and based on the audit procedures performed by us, the title deed of immovable property is held in the name of the Company.

iv) According to the information and explanations given to us, the Company has not revalued any of its property, plant and equipment (including Right of use assets) or intangible assets or both during the year.

v) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2) i) According to the information and explanations given to us, the inventory comprising of Rice/paddy straw has been physically verified at reasonable interval by the management during the year. In our opinion, coverage and procedure of such verification is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification between the physical inventory and book records.

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

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

4) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Section 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5) According to the information and explanation given to us, the Company has not accepted deposits under the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under clause 3(v) of the order is not applicable to the Company.

6) The Company has not started its operations and hence reporting under Clause 3(vi) of the Order with respect to maintenance of cost records under sub-section (1) of Section 148 of the Act is not applicable to the Company.

7) i) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues pertaining to Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

ii) According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Income Tax as on the last day of the year for a period of more than six months from the date they became payable.

iii) According to the information and explanation given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value added tax, Cess as at 31 March 2024, which have not been deposited on account of any dispute.

8) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9) a) According to the information and explanations given to us and based on the audit procedures performed by us, the company has not defaulted in repayment of borrowings or in the payment of interest thereon to any lender during the year.

b) b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

c) In our opinion and according to the information and explanations given to us, the term loan has been applied for the purpose for which the loans were obtained.

d) In our opinion and according to information and explanations given to us and on overall examination of the Balance sheet of the Company, we report that company has not raised any short-term borrowings during the year. Hence reporting under clause (ix) (d) is not applicable to company.

e) According to the information and explanations given to us and on an overall examination of the 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, associates or joint ventures.

f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, the reporting under Clause 3(ix) (f) of the Order is not applicable to the Company.

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

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

11) a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.

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

Government. Accordingly, the reporting under Clause 3(xi) (b) of the Order is not applicable to the Company.

c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

14) a) In our opinion and according to the information and explanations given to us and based on our examination, internal audit system is not applicable to the Company. Hence reporting under clause 3(xiv) is not applicable to the Company.

15) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3 (xv) of the Order is not applicable to the Company.

16) a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi) of the Order is not applicable to the Company.

b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing finance activities Accordingly, the reporting under Clause 3(xvi) (b) of the Order is not applicable to the Company.

c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi) (c) of the Order is not applicable to the Company.

d) Based on the information and explanations given to us, we report that the Group has one Core Investment Company.

17) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

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

19) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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 the 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.

20) a) The Company is not required to comply with the provisions of Section 135 of the Companies Act. Accordingly, reporting under clause 3(xx) (a) & (b) is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

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Amit Mahadik
Partner
Membership No.: 125657
UDIN No: 24125657BKESNB9215

Pune, April 26, 2024

ENERNXT PRIVATE LIMITED

BALANCE SHEET as at 31.03.2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
I. Non-current assets			
Property, plant and equipment	4(a)	932.18	440.98
Capital work-in-progress	4(b)	3,138.92	3,366.57
Deferred tax asset (net)	8	6.31	6.31
Other non-current assets	9	421.19	-
Total non-current assets		**4,498.60**	**3,813.86**
II. Current assets			
Inventories	10	-	-
Financial assets:			
(a) Investments	5	202.94	75.03
(b) Trade receivables	6	0.58	-
(a) Cash and bank balances	11	102.95	57.20
(c) Other financial assets	7	138.17	0.02
Income tax asset (net)		7.06	7.06
Other current assets	9	501.70	597.63
Total current assets		**953.40**	**736.94**
Total assets		**5,452.00**	**4,550.79**
Equity and liabilities			
III. Equity			
Equity share capital	12	3,363.00	2,363.00
Other equity	13	-145.00	-81.01
Total equity		**3,218.00**	**2,281.99**
IV. Non-current liabilities			
Financial liabilities			
(a) Borrowings	14	1,377.62	1,039.13
Total non-current liabilities		**1,377.62**	**1,039.13**
IV. Current liabilities			
Financial liabilities			
(a) Borrowings	14	505.53	350.60
(b) Trade payables	15		
i. total outstanding dues of micro enterprises and small enterprises		2.54	0.16
ii. total outstanding dues of creditors other than micro enterprises and small enterprises		23.45	14.29
(b) Other financial liabilities	16	321.44	858.84
Other current liabilities	17	3.41	5.76
Total current liabilities		**856.38**	**1,229.67**
Total equity and liabilities		**5,452.00**	**4,550.78**
Summary of Material accounting policies	2		
Summary of significant accounting judgements, estimates and assumptions	3		

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

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Income			
Other operating income	18	1.08	-
Other income	19	7.29	1.23
Total Income (I)		**8.37**	**1.23**
Expenses			
Cost of raw materials and components consumed	20	-	-
Changes in inventories of work-in-progress /traded goods	21	-	48.66
Employee benefits expense	22	-	6.12
Finance cost	23	36.43	-
Other Expenses	24	31.93	17.88
Total expenses (II)		**68.36**	**72.66**
Profit before tax (III) = (I-II)		**-59.99**	**-71.43**
Tax expense			
Current tax		-	-
Adjustment of tax relating to earlier period		-	-
Total tax expense (IV)		**-**	**-**
Profit for the year (V) = (III-IV)		**-59.99**	**-71.43**
Other comprehensive income		-	-
Items that will not be reclassified to profit or loss		-	-
Net other comprehensive income for the year (net of tax)		**-**	**-**
Total comprehensive income for the year		**-59.99**	**-71.43**
Earning per equity share (Basic and Diluted) [Nominal value per share Rs. 10/- (March 31, 2026: Rs. 10/-)]	25	**-0.22**	**-0.30**
Summary of significant accounting policies	2		
Summary of significant accounting judgements, estimates and assumptions	3		

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

For B. K. Khare & Co.
Chartered Accountants
ICAI Firm Registration No.: 105102W

Amit Mahadik
Partner
Membership No:125657

Date: 29 Apr-2026

Place: Pune

For and on behalf of the Board of Directors of Enernxt Private Limited

Deepak Joshi
Director
DIN: 11004466

Khushboo Bhatia
Director
DIN: 09019736

Akancha Bhadani
Company Secretary

Mandar Dandekar
Chief Financial Officer

Date: 29 Apr-2026

Place: Pune

Statement of changes in equity for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

A Equity Share Capital^

Particulars	Note No.	March 31, 2026	March 31, 2025
Balance at the beginning of the reporting year	12	2,363.00	2,363.00
Changes in equity shares capital during the year	12	1,000.00	-
Balance at the end of the reporting year	12	**3,363.00**	**2,363.00**

B Other Equity^

Particulars	Reserves & Surplus	
	Retained Earnings	Total
As at April 1, 2023	**-1.63**	**-1.63**
Profit for the year	-7.95	
Other Comprehensive Income	-	-
Total comprehensive income	**-7.95**	**-7.95**
As at March 31, 2024	**-9.58**	**-9.58**
Profit for the year	-71.43	-71.43
Other Comprehensive Income	-	-
Total comprehensive income	-71.43	-71.43
As at March 31, 2025	**-81.01**	**-81.01**
Profit for the year	-59.99	-59.99
Share Issue Expenses	-4.00	-4.00
Other Comprehensive Income	-	-
Total comprehensive income	**-63.99**	**-59.99**
As at March 31, 2026	**-145.00**	**-141.00**

Cash flow statement for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

	Particulars	As at March 31, 2026	As at March 31, 2025
A)	**Cash flows from operating activities**		
	Profit before tax	(59.99)	(71.43)
	Adjustments to reconcile profit before tax to net cash flows		
	Depreciation and amortisation expense	-	-
	Provision for impairment allowance of financial assets (net)	-	-
	Interest expenses	36.43	-
	Bad debts written off	-	0.22
	Interest income	(0.35)	(0.39)
	Fair value gain on financial instrument at fair value through profit & loss (net)	(6.94)	(0.31)
	Working capital adjustments		
	(Increase) / Decrease in trade receivables	(0.58)	-
	(Increase) / Decrease in inventories	-	48.66
	(Increase) / Decrease in Other current assets	95.93	(204.81)
	Increase / (Decrease) in trade payables	11.54	(4.15)
	Increase / (Decrease) in other liabilities	(2.35)	(7.15)
	Increase / (Decrease) in Other assets	(138.15)	0.20
	Cash generated (used in)/ from operations	**(64.46)**	**(239.16)**
	Direct taxes paid (net of refunds received)	(0.00)	(5.64)
	Net cash flows used in operating activities	**(64.46)**	**(244.80)**
B)	**Cash flows from/ (used in) investing activities**		
	Purchase of Property, plant and equipment (net)	(1,222.14)	(310.77)
	Sale/ (purchase) of other investments (net)	(650.00)	(69.83)
	Proceeds from sale of Investments	529.00	-
	Interest received	0.35	0.59
	Net cash flows (used in) investing activities	**(1,342.79)**	**(380.00)**
C)	**Cash flows from/ (used in) financing activities**		
	Proceeds from issue of share capital	1,000.00	-
	Proceeds from borrowings	843.45	618.80
	Repayment of borrowings	(350.02)	(183.87)
	Interest paid	(36.43)	-
	Net cash flows from/(used in) financing activities	**1,453.00**	**434.93**
	Net (decrease)/ increase in cash and bank balances	**45.75**	**(189.87)**
	Cash and bank balances at the beginning of the year	57.20	247.07
	Cash and bank balances at the end of the year	**102.95**	**57.20**

Reconciliation of cash and bank balances as per the cash flow statement:

	March 31, 2025	March 31, 2024
Cash and bank balances	102.95	57.20
Balances as per statement of cash flows	**102.95**	**57.20**

For B. K. Khare & Co.
Chartered Accountants
ICAI Firm Registration No.: 105102W

Amit Mahadik
Partner
Membership No:125657

Date: 29 Apr-2026

Place: Pune

For and on behalf of the Board of Directors of Enernxt Private Limited

Deepak Joshi
Director
DIN: 11004466

Khushboo Bhatia
Director
DIN: 09019736

Akancha Bhadani
Company Secretary

Mandar Dandekar
Chief Financial Officer

Date: 29 Apr-2026

Place: Pune

ENERNXT PRIVATE LIMITED

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

1. Corporate information

Enernxt Private Limited ('the Company') is a private limited Company incorporated and domiciled in India. The address of the registered office is Thermax House, 14, Mumbai Pune Road, Wakdewadi, Pune.

During the Financial Year 2025-26, the Company has obtained regulatory approvals (11 out of 17 Approvals) from Government authorities for setting up the plant. Balance 6 approvals shall be received before Plant start up from Sep 26. Temporary Construction Power has been obtained & Permanent Power for Plant operation shall be available from June'26. Construction of the plant under progress. Construction of the plant under progress.

The Board of Directors have authorized to issue these financial statements on Apr 29, 2026. The CIN of the Company is U40107PN2021PTC197447.

2. Significant accounting policies

2.1. Basis of preparation, measurement and transition to Ind AS

(a) Basis of preparation

These financials statements are prepared in accordance with Indian Accounting Standards (IND AS) under the historical cost convention on the accrual basis, except for certain financial instruments which are measured at fair values, the provisions of the Companies Act,2013 ('the Act') (to the extent notified) and the guidelines issued by the securities and exchange board of India (SEBI).The IND AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules,2016 and 2017.

The preparation of the financial statements requires the use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Company's accounting policies.

(b) Basis of measurement

The financial statements have been prepared on under historical cost convention.

The financial statements are presented in Indian Rupees (INR) and all values are rounded to the nearest lakh except when otherwise indicated.

2.3 Summary of significant accounting policies

a. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Initial Recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings, payables.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

c. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

d. Earnings per Share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

e. Revenue from Sale of goods

The Company recognizes revenue at a point-in-time. The point-in-time is determined when the control of the goods or services is transferred which is determined based on when the significant risks and rewards of ownership are transferred to the customer. Apart from this, the Company also considers its present right to payment, the legal title to the goods, the physical possession and the customer acceptance in determining the point in time where control has been transferred.

f. Interest Income

Interest income is recognized when it is probable that economic benefits will flow to the company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and the effective interest rate applicable.

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

g. Income tax

Current tax

Current 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. Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

h. Property, Plant and Equipment

Property, plant and equipment (PPE) is stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All significant costs relating to the acquisition and installation of PPE are capitalized. Subsequent costs/replacement costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the Statement of profit and loss during the financial year in which they are incurred.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Depreciation on PPE is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

3. Significant accounting judgments, estimates and assumptions.

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the accompanying disclosures and the disclosure of contingent liabilities as at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

3a. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As on March 31 2026, MCA has not amended the Companies (Indian Accounting Standards) Amendment Rules , 2023 and hence reporting under this section is not applicable.

4a Property, plant and equipment

Particulars	Freehold Land	Total	Capital work in progress
Gross carrying amount as at March 31, 2024	**440.98**	**440.98**	**2,793.07**
Additions	-	-	573.50
Disposals	-	-	-
Gross carrying amount as at March 31, 2025	**440.98**	**440.98**	**3,366.57**
Additions	491.20	491.20	(227.51)
Disposals			
Gross carrying amount as at March 31, 2026	**932.18**	**932.18**	**3,138.92**
Accumulated depreciation as at March 31, 2024	**-**	**-**	**-**
Charge for the year	-	-	-
Disposals	-	-	-
Accumulated depreciation as at March 31, 2025	**-**	**-**	**-**
Charge for the year	-	-	-
Disposals	-	-	-
Accumulated depreciation as at March 31, 2026	**-**	**-**	**-**
Net Block as at March 31, 2026	**932.18**	**932.18**	**3,138.92**
Net Block as at March 31, 2025	**440.98**	**440.98**	**3,366.57**

CAPITAL WORK-IN-PROGRESS ('CWIP')

Ageing of Capital work in progress (CWIP) :

CWIP		Amount in CWIP for a period of			Total
		Less than 1 year	1-2 years	2-3 years	
Project in progress	31 March 2026	(227.66)	573.50	2,793.07	**3,138.92**
	31 March 2025	573.50	2,084.69	708.38	**3,366.57**

CWIP	To be completed in			
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years
Bio CNG	3,138.92	-	-	-

The above capital work in progress consist of Bio CNG project which become overdue as compared to its original plan and expect to complete by Sept 2026.

ENERNXT PRIVATE LIMITED

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

5 Investments

Particulars	Amount	
	March 31, 2026	March 31, 2025
Investments at Fair value through Profit and Loss		
Liquid/ Liquid Plus and Duration funds (Quoted)	-	-
Units of Mutual Funds (Quoted)	202.94	75.03
Total current investments	**202.94**	**75.03**

Investments at fair value through profit or loss reflect investment in debt securities.

6 Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables from:		
i) Related parties (note 30)	-	-
ii) Others	0.58	-
Total	**0.58**	**-**
Sub-classification of trade receivables		
Secured, considered good	-	-
Unsecured, considered good	0.58	-
Trade receivables which have a significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
	0.58	-
Less: Impairment allowance	-	-
Total	**0.58**	**-**

The ageing of current trade receivables which are due for receipt:

Particulars	Outstanding for the following period from due date of payments					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026						
(i) Undisputed Trade Receivables- considered good	0.58	-	-	-	-	0.58
(ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
	0.58	-	-	-	-	0.58
Less: impairment allowance						
Total	0.58	-	-	-	-	-

The ageing of current trade receivables which are due for receipt:

Particulars	Outstanding for the following period from due date of payments					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2025						
(i) Undisputed Trade Receivables- considered good	-	-	-	-	-	-
(ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
	-	-	-	-	-	-
Less: impairment allowance						
Total	-	-	-	-	-	-

7 Other financial assets

Particulars	Non -current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good				
At amortized cost				
Receivable from Related Party	-	-	138.15	-
Interest accrued on bank deposits and others	-	-	0.02	0.02
Total	**-**	**-**	**138.17**	**0.02**

8 Income Taxes

Current tax

The major components of income tax expense for the year ended March 31, 2026 and March 31, 2025 are:

Statement of profit and loss

Particulars	March 31, 2026	March 31, 2025
Current tax	-	-
Adjustments in respect of Current income tax of previous year	-	-
Deferred tax (income)/ expense (Relating to obligations and reversal of temporary differences)	-	-
Income tax expense reported in the statement of profit and loss	**-**	**-**

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate for March 31, 2026 and March 31, 2025.

Particulars	March 31, 2026	March 31, 2025
Accounting profit before tax	(59.99)	(71.43)
At India's statutory income tax rate of 25.17%	(15.10)	(18.57)
Deferred tax not recognised for current year loss	15.10	0.27
Adjustments in respect of Current income tax of previous year	-	-
Effective tax	-	(18.30)
Income tax expense reported in the statement of profit or loss	**-**	**-**

Deferred tax

Balance sheet

Particulars	March 31, 2026	March 31, 2025
Deferred tax relates to the following :		
Others (impact on account of temporary differences)	6.31	6.31
Net deferred tax assets	**6.31**	**6.31**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

9 Other current assets

Particulars	Non Current		Current	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Capital advances	421.19	-	-	-
Balances with government authorities	-	-	486.47	510.06
Advances to suppliers	-	-	-	87.56
Prepaid expenses	-	-	15.00	-
Other amount recoverable	-	-	-	-
Others	-	-	0.23	-
Total	**421.19**	**-**	**501.70**	**597.63**

10 Inventories (valued at lower of cost and net realizable value)

Accounting policy

Inventories are stated at the lower of cost and net realisable value (NRV). Cost of inventory includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Particulars	March 31, 2026	March 31, 2025
Raw materials	-	-
Total	**-**	**-**

11 Cash and bank balances

Accounting policy

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the Consolidated Statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

Particulars	March 31, 2026	March 31, 2025
Balances with banks		
- on current accounts	92.95	47.20
- in deposits with original maturity of less than three months	10.00	10.00
Total	**102.95**	**57.20**

12 Share Capital

Accounting Policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

	March 31, 2026	March 31, 2025
Authorized shares (Nos)		
5,50,00,000 equity shares of Rs. 10/- each.	5,500.00	3,500.00
	5,500.00	**3,500.00**
Issued, subscribed and fully paid share capital (Nos)		
3,36,30,000 equity shares of Rs. 10/- each.	3,363.00	2,363.00
Total issued, subscribed and fully paid-up share capital	**3,363.00**	**2,363.00**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

	No. of shares	Rs.
Equity share of Rs. 10 each issued, subscribed and fully paid		
As at March 31, 2023	23,630,000.00	2,363.00
Changes during the year	-	-
As at March 31, 2024	23,630,000.00	2,363.00
Changes during the year	-	-
As at March 31, 2025	23,630,000.00	2,363.00
Changes during the year	10,000,000.00	1,000.00
As at March 31, 2026	**33,630,000.00**	**3,363.00**

(b) Terms/ rights attached to equity shares

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

(c) Equity share capital held by holding company

	March 31, 2026	March 31, 2025
Thermax Onsite Energy Solutions Limited		
3,36,29,999 equity shares of Rs. 10/- each fully paid up	3,363.00	2,363.00

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

	March 31, 2026	March 31, 2025
Thermax Onsite Energy Solutions Limited		
%	100	100
No. of shares	33,629,999	23,629,999

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 the legal ownerships of shares.

13 Other Equity

	March 31, 2026	March 31, 2025
Reserves and Surplus		
Retained earnings		
Opening balance	(81.01)	(9.58)
Add: Profit for the year	(59.99)	(71.43)
Less: Share issue expenses	4.00	-
Movement during the year	(63.99)	(71.43)
Items of other comprehensive income recognised directly in retained earnings:		
Net surplus in the statement of profit and loss	**(145.00)**	**(81.01)**
Total	**(145.00)**	**(81.01)**

14 Borrowings

	Non -current		Current	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
At amortized cost				
Secured				
Loan from banks (refer note a below)^	346.68	342.98	494.29	844.68
Loan from Holding Company	158.85	7.62	883.33	194.45
Total	**505.53**	**350.60**	**1,377.62**	**1,039.13**

^ Loan Taken from HSBC bank for construction of plant at Payal.

^Loan from bank carries an effective interest rate ranging between 6.64% - 8.32%. The loan has been availed for 48 months and it is repayable in 48 monthly instalments along with interest, from the date the moratorium period ends. The loan has a moratorium period of 12 months for repayment of principal. The loan is secured by first charge on plant and machinery (property, plant & equipment, and inventory work in progress).

15 Trade payables

	March 31, 2026	March 31, 2025
Trade payables		
Total outstanding dues of micro enterprises and small enterprises^	2.54	0.16
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
(i) Related Parties	23.15	11.79
(ii) Other	0.30	2.50
Total	**25.99**	**14.46**

For terms and conditions with related parties, refer note 30.

Trade payables are non-interest bearing and are normally settled on credit terms of 7 to 60 days.

Details of dues to micro and small enterprises as defined under The Micro, Small and Medium enterprises Development (MSMED) Act 2006

Particulars	March 31, 2026	March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
-Principal amount outstanding (whether due or not) to micro and small enterprises	2.54	-
-Interest due thereon	0.39	-
The amount of interest paid by the Company 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	-	-
The amount of payment made to the supplier beyond the appointed day during the year	-	-
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	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	0.39	-
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	-	-

The ageing of current trade payables which are due for payment :

Particulars	Not Due	Unbilled	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026							
(i) MSME	-	2.50	0.04	-	-	-	**2.54**
(ii) Others	23.15	-	0.27	-	0.04	-	**23.45**
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iii) Disputed dues- Others	-	-	-	-	-	-	-
	23.15	2.50	0.31	-	0.04	-	25.99

Particulars	Not Due	Unbilled	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2025							
(i) MSME	0.07	-	0.09	-	-	-	**0.16**
(ii) Others	11.79	2.50	-	-	-	-	**14.29**
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iii) Disputed dues- Others	-	-	-	-	-	-	-
	11.86	2.50	0.09	-	-	-	14.46

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

16 Other financial liabilities

	Non -current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
At amortized cost				
Payables for property, plant & equipments	-	-	321.44	858.84
Total	**-**	**-**	**321.44**	**858.84**

16 Other liabilities

	Non -current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Statutory dues payable**	-	-	3.41	5.76
Total	**-**	**-**	**3.41**	**5.76**

** includes tax deducted at source

18 Revenue from operations

a) Revenue from contracts with customers:

	March 31, 2026	March 31, 2025
Other operating revenue		
Sale of Traded Good	1.08	-
	1.08	**-**
Revenue from operations (Net)	**1.08**	**-**

19 Other income

	March 31, 2026	March 31, 2025
Interest income from financial assets at amortised cost		
Bank deposits	0.35	0.39
Others	-	-
Net gain on sale of current investments designated at FVPL	-	-
Fair value gain on financial instrument at fair value through profit and loss (net)	6.94	0.31
Miscellaneous income	-	0.53
Total	**7.29**	**1.23**

20 Cost of raw materials consumed/purchased

	March 31, 2026	March 31, 2025
Inventories at the beginning of the year	**-**	**48.66**
Add: Purchases	-	(48.66)
	-	**-**
Inventories at the end of the year	-	-
	-	**-**
Total	**-**	**-**

21 Changes in inventories

	March 31, 2026	March 31, 2025
Inventories at the beginning of the year	-	48.66
Inventories at the end of the year	-	-
Changes in inventories of traded goods	**-**	**48.66**

22 Employee benefits expense

	March 31, 2026	March 31, 2025
Salaries,wages and bonus	-	55.55
	-	55.55
Less: capitalised during the year	-	(49.43)
Total	**-**	**6.12**

23 Finance cost

	March 31, 2026	March 31, 2025
Interest expense	36.43	-
Unwinding of discount	-	-
Total	**36.43**	**-**

During the year project activities were slowed down and management has suspended interest capitalisation to the tune of Rs 36.43 lakhs as per principles of Ind AS 23.

24 a) Other expenses

	March 31, 2026	March 31, 2025
Consumption of stores and spares	0.01	-
Power and fuel	1.62	-
Freight and forwarding charges (net)	-	0.20
Site expenses and contract labour charges	3.95	-
Rent	0.59	-
Rates and taxes	7.13	9.55
Insurance	-	0.15
Others	0.06	-
Travelling and conveyance	2.20	-
Legal and professional fees (includes payment to Auditor (refer note (b))	11.94	6.68
Bad debts/ advances written off	-	0.22
Miscellaneous expenses	0.93	1.08
	28.43	**17.88**
Less: capitalised during the year	-	-
Total	**28.43**	**17.88**

(b) Payment to auditors

	March 31, 2026	March 31, 2025
As auditor:		
Audit fees	3.50	2.00
Total	**3.50**	**2.00**

Total of Other Expenses	**31.93**	**19.88**

25 Earnings per share

	March 31, 2026	March 31, 2025
Net profit after tax attributable to the equity shareholders (Rs. In lacs)	(59.99)	-71.43
Weighted average number of equity shares of Rs.10/- each	27,438,219	23,630,000
Basic and diluted EPS	(0.22)	(0.30)

ENERNXT PRIVATE LIMITED

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

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

26 Related party disclosures

A Names of related parties and related party relationship:

Related parties where control exists

I Ultimate Holding Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	RDA Holdings Private Limited	India

II Holding Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Onsite Energy Solutions Limited	India

B Related parties with whom transactions have taken place during the year :

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Limited	India
2	Thermax BioEnergy Solutions Private Limited	India
3	Thermax Onsite Energy Solutions Limited	India

c Key Management Personnel:

1	Mr. Bhavesh Chheda - Director (upto 31st March 2025)
2	Mr. Deodatta Deshpande - Director
3	Ms. Khushboo Bhatia - Director
4	Mr. Deepak Joshi - Director (w.e.f 1st April 2025)
5	Mr. Deepak Joshi - Chief Financial Officer (upto 31st March,2025)
6	Mr. Mandar Dandekar- Chief Financial Officer (w.e.f 1st April 2025)
7	Ms. Kajal Kabra - Company Secretary (upto 20th June,2025)
8	Ms. Akancha Bhadani (w.e.f 23rd July 2025)
9	Mr. Ramkumar S- Manager

D Transactions with related parties:

	Holding Company		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
a. Transactions during the year				
Reimbursement of expenses	19.62	109.69	19.62	109.69
Purchase of property, plant and equipment	-411.64	233.62	-411.64	233.62
Loan taken from Holding Company	1,034.56	200.00	1,034.56	200.00
b. Balances as at reporting date				
Purchase of property, plant and equipment	-	411.64	-	411.64
Reimbursement of expenses	97.12	111.33	97.12	111.33
Loan payable to Holding Company	1,042.19	202.07	1,042.19	202.07

E Related party transactions include transactions pertaining to the following parties with whom the transactions are considered to be individually significant.

	March 31, 2026	March 31, 2025
Transactions during the year		
Reimbursement of expenses		
Thermax Onsite Energy Solutions Limited, India *	19.62	69.26
Thermax BioEnergy Solutions Private Limited	11.94	40.43
Purchase of property, plant and equipment		
Thermax Limited, India	-411.64	233.62
Loan taken from Holding Company		
Thermax Onsite Energy Solutions Limited, India	1,034.56	200.00

* These amounts have been reimbursed to the Holding company.

	March 31, 2026	March 31, 2025
Balances as at the year end		
Other amounts Payable		
Thermax Onsite Energy Solutions Limited, India	23.15	49.31
Thermax BioEnergy Solutions Private Limited	73.97	62.02
Other amount recoverable		
Recovery of Expenses	-	-
Capital Credtors		
Thermax Limited, India	-	411.64
Loan payable to Holding Company (incl. Interest accrued)		
Thermax Onsite Energy Solutions Limited, India	1,042.19	202.07

F Terms and conditions of related party transactions

The sales to and purchases from related parties are assessed to be at arm's length transactions by the management. Outstanding balances at the year-end are unsecured and interest-free and settlement occurs in cash.

There have been no guranatees provided or received for any related party receivables or payables. For the year ended March 31, 2026 and March 31, 2025, the Group has not recorded any impairment of receivables relating to amounts owed by related parties.

27 Fair value measurements

(a) Category of financial instruments and valuation techniques

Details of financial assets carried at amortised cost

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Trade receivables	6	0.58	-
Other financial assets	7	138.17	0.02
Cash and bank balances	11	102.95	57.20
Total financial assets		**241.70**	**57.22**
Current Assets		241.70	57.22
Total financial assets		**241.70**	**57.22**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Details of financial assets carried at fair value through profit and loss

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Financial assets			
Investments	5	202.94	75.03
Total financial assets		**202.94**	**75.03**
Current assets		202.94	75.03
Total financial assets		**202.94**	**75.03**

Details of financial liabilities carried at amortised cost

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Borrowings	14	1,883.16	350.60
Trade payables	15	25.99	14.46
Capital creditors	16	321.44	858.84
Total financial liabilities		**2,577.04**	**1,566.88**
Current liabilities		1,199.42	1,566.88
Non-current liabilities		1,377.62	-
Total financial liabilities		**2,577.04**	**1,566.88**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

b) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities. Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2024

Date of valuation	Level 1	Level 2	Level 3
Financials Assets			
Investment	202.94		
Mutual Fund	**202.94**	**-**	**-**

28 Financial risk management

The Company's principal financial liabilities, comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include Interest accrued on bank deposits and cash and bank balances.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's financial risk activities are governed by appropriate policies and procedures and the financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk.

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.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutionsand other financial instruments.

Financial instruments and bank deposits

Credit risk from balances with banks and financial institutions is managed by the group treasury department in accordence with the Thermax group policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the group's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the group's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

III Liquidity risk

"Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the company's liquidity position (comprising the undrawn borrowing facilities below) and cash and bank balances, the basis of expected cash flows. This is generally carried out by the company in accordance with practice and limits set by the company. These limits vary by location to take into account the liquidity of the market in which the company operates.

(i) Maturities of financial liabilities

The tables below analyse the company's financial liabilities into relevant maturity profile on their contractual maturities for :

March 31, 2026	Note No.	< 1 year	1 to 3 years	3 to 5 years	> 5 years
Non- derivative					
Borrowings	14	505.53	899.29	401.67	76.66
Trade Payables	15	25.99	-	-	-
Capital Creditors	16	321.44	-	-	-

March 31, 2025	Note No.	< 1 year	1 to 3 years	3 to 5 years	> 5 years
Non- derivative					
Borrowings	14	342.98	685.96	158.82	-
Trade Payables	15	14.46	-	-	-
Capital Creditors	16	858.84	-	-	-

*Represents contractual undiscounted cash flows. Such undiscounted cash flows differ from the amount included in the balance sheet because the balance sheet amount is based on discounted cash flows.

29 Capital Management

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long- term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. No changes were made in the objectives, policies or processes during the years ended March 31, 2026 and March 31, 2025. Capital represents equity attributable to equity holders of the Parent Company.

	March 31, 2026	March 31, 2025
Borrowings	1,883.16	342.98
Trade payables	25.99	14.46
Less: Cash and bank balances	102.97	57.22
Net debt	**1,806.18**	**300.21**
Equity	3,218.00	2,281.99
Capital and net debt	**5,024.18**	**2,582.20**
Gearing ratio	**35.95%**	**11.63%**

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There

have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

30 Segment information

Revenue by geographical segment

The company has not started it's operations yet, thus no revenue from sales are generated during the year.

Particulars	March 31, 2026	March 31, 2025
Revenue from external customer (gross)		
India	1.08	-
Outside India	-	-
Total	**1.08**	**-**

Sales of Paddy straw kept for trials.

Carrying amount of non current assets

Particulars	March 31, 2026	March 31, 2025
Carrying amount of non current assets		
Assets within India	1,353.37	440.98
Total	**1,353.37**	**440.98**

Addition to non current assets

Particulars	March 31, 2026	March 31, 2025
Assets within India	-	-
Assets outside India	-	-
Total	**-**	**-**

31 Key financial ratios

The following are analytical ratios for the year ended March 31, 2025 and March 31, 2023:

Particulars	Numerator	Denominator	FY 2025-26	FY 2024-25	Variance	Reason for variance
Current Ratio	Current assets	Current liabilities	1.11	0.60	85.76%	Due to increase in current assets on account of other amount recoverable and decrease in accounts payable.
Debt-Equity Ratio	Total debt i.e. Borrowings (Current+Non current)	Shareholder's equity	0.5852	0.6090	-3.9%	The debt during FY 2025-26 has increased as compared to FY 2024-25.
Return on equity ratio	Profit after tax	Average shareholder's equity	-0.0186	-0.0313	-40.45%	The company is not in operation, last year, we had a surplus fund which was parked in FD, fetching interest income. In the current year, we deployed all funds in capex, hence the ratio deteriorated.
Return on Investment	Unrealised Gain	Initial Investment	0.0342	0.0041	728.27%	Increase in Investment during the year
Return on capital employed (ROCE)	Profit before tax + finance cost	Capital employed	-0.02	-0.02	-2.15%	There is no substantiable FD income in current year compare to last year hence ratio is on lower side.

32 Struck off Companies

There are no shares held by struck off companies. Below are details of investment, receivable, payable and any other transactions outstanding with struck off companies

For the year ended Mar 31,2026

Name of Struck off Companies	Nature of Transaction	Transaction during the year	Balance oustanding at the year end	Relationship with the struck off company if any to be disclosed
-	-	-	-	-

33 Note on Going Concern

The Company has incurred a net loss/net cash loss during the current and previous years and Company's current assets exceeds its current liabilities as at the Balance sheet date . The operations of the Company yet to be initiated due to delay in capitalisation of the Project activities. The Company has noted positive net current assets of Rs. 97 Lacs with no operational income as on 31 March 26. However, in view of the mitigating factors , through the continuous financial support provided by the Parent Company and expected completion of the Project in FY 26, accompanying financial statement have been prepared on going concern basis.

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

34 Compliance with Section 143 (3) for Maintenance of Books of Account

Maintainence of Books of Accounts:

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis. The Company has a process to take daily back-up of books of account maintained in electronic mode and along with the logs of the back-up of such books of account.

Requirements u/s 143(3) of the Act	Compliance/ remarks
Books of Account maintained on cloud/ servers physically located in India	Yes
Backup maintained in India on daily basis	Yes

Audit Trail:

The Company has used multiple accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software. Also, management has not noticed any instances of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

For B. K. Khare & Co.
Chartered Accountants
ICAI Firm Registration No.: 105102W

Amit Mahadik
Partner
Membership No:125657

Date: 29 Apr-2026
Place: Pune

For and on behalf of the Board of Directors of Enernxt Private Limited

Deepak Joshi
Director
DIN: 11004466

Khushboo Bhatia
Director
DIN: 09019736

Akancha Bhadani
Company Secretary

Mandar Dandekar
Chief Financial Officer

Date: 29 Apr-2026
Place: Pune

First Energy TN 1 Private Limited

Board of Directors
Ravi Damaraju
Anjali Lothe
Sanjay Parande
Ashok Joshi

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014.

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
Ravi Damaraju, WTD
Sumit Rathi, CFO
Pranav Pimpale, CS (w.e.f. April 30,2025)

Bankers
ICICI Bank
Yes Bank

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure in presenting the Fourth Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	1,160.63	869.70
Profit before finance cost, depreciation, and tax	956.55	737.60
Finance Cost	683.95	513.50
Profit before depreciation and tax	272.60	224.10
Depreciation and impairment	392.91	312.60
Profit/(Loss) before tax	(120.31)	(88.60)
Provision for taxation (incl. deferred tax)	-	(33.80)
Items that are not to be reclassified to profit or loss	-	-
Profit/(Loss) after tax	(120.31)	(54.70)

State of Company's Affairs

The Company's Solar plant of 16MWp is in stable operation since commissioning in December 2022. 700 kWp capacity added for enhancing the generation. The Company has added 7 MWp capacity connected to the same Grid Substation under this SPV and has observed stable operations.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves

During the year, the company has not transferred any amount to the General Reserve.

Share Capital

During the year there were changes in the capital structure of the Company. The Paid-up Share Capital of the Company is Rs. 23,04,40,000/- divided into 2,30,44,000 Equity shares of Rs.10/- each. During the year under review, the Company has made further issue of shares on preferential issue and private placement basis. Details of the further issue of shares are as follows:

Date of Issue	Number of Shares	Nominal value per share (Rs.)	Amount (Rs.)
01/04/2025	6,84,000	10	68,40,000
25/12/2025	3,60,000	10	36,00,000

The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors, or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Renewable Energy business and has drawn a mitigation plan to address the same –

- Land Risk : The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- Risk of Right of Way (RoW) and Resources : This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also collaborates with competent local infra partners and engages with experienced and capable service partners.
- Renewable Sources and Grid Availability : The risk identified by the Company is lower generation on account of lower radiation, wind speed, Grid curtailments and failures. The Company continuously studies the radiation levels and Wind Resources Assessment with historical data from reliable sources and accordingly sizes the plant and the financial models

for arriving at the right tariff for the available conditions. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.

- Plant Uptime and Soiling Losses : This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using waterless robotic technology for cleaning modules and therefore manpower dependency is reduced. The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

- Regulatory changes: Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety .

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication: HSE Moment/Lessons Learnt – Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.

- HSE Risk Management, Hazard Reporting and closure – Hazards are reported by employees and contractors, and closure is monitored and supported by Management.

- HSE Promotion, HSE Campaigns - National Safety Week and Road Safety Week, Sustainability Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.

- HSE Training: HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors

- HSE Digitalization: HSE digital software implemented for hazard reporting, at risk behavior reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Ms. Anjali Lothe (DIN: 10134848) retires by rotation and being eligible offers herself for re-appointment. The proposal of re-appointment forms part of the Notice of the Fourth AGM of the Company.

During the year, the following changes took place in the Directors and Key Managerial Personnel(s) of the Company.

- Mr. Pranav Pimpale was appointed as Company Secretary and Key Managerial Personnel (KMP) of the Company with effect from April 30, 2025.

Policy on appointment and remuneration of directors and key managerial personnel

The Board has adopted a policy on the selection and appointment of Directors and remuneration of Directors, KMPs, and employees. The Directors do not receive any remuneration except independent directors who are entitled to sitting fees as approved by the Board for each Board/Committee meeting attended. A detailed policy is annexed herewith as Annexure 1 and forms part of this report.

Declaration by Independent Directors

The Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have also confirmed that their names have been added to the data bank maintained by the Indian Institute of Corporate Affairs for independent directors, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, every individual whose name is so included in the data bank shall pass an online proficiency self-assessment test. However, an individual who has fulfilled the criteria prescribed in Rule 6(4) of the said Rules, is exempted from passing the online proficiency self-assessment test. In view of the same, Mr. Sanjay Parande, having met the aforesaid criteria, was exempted from the proficiency self-assessment test and Mr. Ashok Joshi has passed the proficiency self-assessment test.

The Board is of the opinion that the Directors of the Company are eminent persons with integrity and have necessary expertise and experience to continue to discharge their responsibilities as Directors of the Company.

Board Meetings

During the year, the Board met four times on April 28, 2025, July 22, 2025, October 31, 2025 and January 23, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Independent directors meeting

During the year under review, the independent directors met once on January 21, 2026, where all independent directors were present inter alia to review the performance of the Board and non-independent directors of the Company.

Committees of the Board

The Board has constituted the following committees viz. Audit Committee and Nomination and Remuneration Committee.

Audit Committee

The Audit Committee of the Board of Directors was constituted on December 23, 2022. The committee comprises of all directors being non-executive directors viz Mr. Sanjay Parande as the Chairman and Mr. Ashok Joshi & Ms. Anjali Lothe as members of the committee.

The committee met four times during the year on April 28, 2025, July 22, 2025, October 31, 2025, and January 23, 2026. Further, all the recommendations made by the audit committee were accepted by the Board.

Nomination & Remuneration Committee

The Nomination & Remuneration Committee of the Board of Directors was constituted on December 23, 2022. The committee as on March 31, 2026, comprises of all directors being non-executive directors viz Mr. Ashok Joshi as the Chairman and Mr. Sanjay Parande & Ms. Anjali Lothe as members of the committee. The committee met twice on April 28, 2025, and January 23, 2026.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for

preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Audit Committee for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 2 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar and associated Renewable energy generation sources for commercial & industrial customers.

As a part of its "Build-Green" initiatives, the Company has installed solar powered Robots to clean the solar modules at the Opex projects thus ensuring waterless cleaning. In the case of Technology absorption, the Company used higher rated (540 & 550Wp) Monoperc PV models with better efficiency. The structure is designed to withstand the wind load. Robot technology is being adopted for cleaning the modules and this will help to conserve water and reduce soiling losses.

In the case of Technology absorption, the Company used higher rated (>540Wp) Monoperc PV modules with better efficiency, a structure designed to string type Solar Inverters designed for outdoor installation.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the Company will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the registered office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant or material orders passed by the Regulators / Courts.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of onetime settlement with any Bank or Financial Institution.

Vigil mechanism

The Company has adopted the Whistle Blower Policy of Thermax Limited, its Ultimate Holding Company, which enables directors and employees to report genuine concerns in an ethical and transparent manner.

Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five year from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Changes in the Regulatory Provisions and its impact on the business

During the year, the below changes were made to the Regulatory Provisions:

- The Ministry of Power notified an amendment to the Electricity Rules 2005 to clarify that the Minimum 26% equity and Minimum 51% consumption is to be maintained by SPVs as well, in addition to AoPs. Further, consumption by Holding Company or its subsidiaries in addition to the subsidiary of the SPV, shall qualify as captive consumption. The prevailing requirement of consumption proportional to the equity shareholding has been modified and the consumption is now required to be maximum equal to the equity shareholding. Any energy wheeled more than the equity share will be treated as non-captive and shall attract Cross Subsidy Surcharge and Additional Surcharge. As we have been following the 26-74% from the beginning and allocation of power is done by the SPV, this change has no impact on the captive compliance.

- Further, Tamil Nadu Electricity Regulatory Commission (TNERC) announced Industrial grid tariffs for FY 2025-26, wherein energy charges increased from Rs. 7.25/unit to Rs. 7.50/unit. Banking approved in 15-minute time slots, which was further challenged in Madras high court. Also introduced Time of Day charges (25% surcharge during peak hours) and night rebate (5% on energy charges). Captive savings continue to remain attractive for consumers.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
First Energy TN 1 Private Limited

Anjali Lothe
Director
DIN: 10134848

Ravi Damaraju
Director
DIN - 09554649

Pune, April 24, 2026

Annexure - 1

Policy on Selection and Appointment of Directors and Remuneration of Directors, KMPs and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Non-Executive Directors (NEDs), based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict-of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration:

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD, WTD & CEO:

i. At the time of appointment or re-appointment, the Managing Director (MD), Whole Time Director (WTD) and Chief Executive Officer (CEO) shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the MD, WTD and CEO within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD, WTD and CEO is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure/consider the following:

a. the relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD, WTD and CEO, the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component.

(ii) The division is based on the fixed salary and performance bonuses.

(iii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

Based on the Annual Business Plan prepared, Individual Contribution Plan (ICP) is prepared by the Senior Management which is agreed upon. It broadly contains certain targets for strategic objectives, operational excellence-oriented initiatives, and business deliverables. The actual performance of individual repartee will be discussed by the MD and CEO at the year's end. Based on the appraisal and overall performance of the

Company and after considering the market trends, suitable increments/ variable pay shall be decided by the MD and CEO.

The MD & CEO will present a snapshot of the evaluation carried out to assess the performance of the Whole-time Director, while recommending the annual increment of the NRC, for its review and approval.

First Energy TN 1 Private Limited

Annexure 2

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 24 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy TN 1 Private Limited

Anjali Lothe
Director
DIN: 10134848

Ravi Damaraju
Director
DIN - 09554649

Pune, April 24, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of First Energy TN 1 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy TN 1 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

First Energy TN 1 Private Limited

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 31(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

            (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 31(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has paid for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159AGTAOY1657
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy TN1 Private Limited on the financial statements as of and for the year ended March 31, 2026.

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy TN1 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159AGTAOY1657
Place: Pune
Date: May 04, 2026

First Energy TN 1 Private Limited

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy TN 1 Private Limited on the financial statements as of and for the year ended March 31, 2026

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 3(a) to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently, does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in seven mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion, the term loans have been applied for the purposes for which they were obtained.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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 procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has made a private placement of shares during the year, in compliance with the requirements of Section 42 and Section 62 of the Act. The funds raised have been used for the purpose for which funds were raised.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159AGTAOY1657
Place: Pune
Date: May 04, 2026

First Energy TN 1 Private Limited

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
Non-current assets			
Property, plant and equipment	3(a)	10,231.53	7,083.83
Capital work-in-progress	3(b)	-	2,516.07
Right-of-use assets	3(c)	7.27	-
Financial assets			
(a) Other financial assets	4(a)	-	30.34
Income tax assets (net)	5(a)	4.16	2.06
Deferred tax assets	5(b)	-	-
Other non-current assets	6(a)	53.80	27.64
Total non-current assets		**10,296.76**	**9,659.94**
Current assets			
Financial assets			
(a) Trade receivables	7	169.46	67.08
(b) Cash and cash equivalents	8(a)	79.32	36.95
(c) Bank balance other than (b) above	8(b)	347.61	-
(d) Other financial assets	4(b)	174.93	338.79
Other current assets	6(b)	41.31	232.01
Total current assets		**812.63**	**674.83**
Total Assets		**11,109.39**	**10,334.77**
Equity and Liabilities			
Equity			
Equity share capital	9	2,304.40	2,200.00
Other equity	10	(353.16)	(232.85)
Total equity		**1,951.24**	**1,967.15**
Liabilities			
Non-current liabilities			
Financial liabilities			
(a) Borrowings	11(a)	8,613.94	4,794.32
(b) Lease liabilities	14(a)	6.46	-
Total non-current liabilities		**8,620.40**	**4,794.32**
Current liabilities			
Financial liabilities			
(a) Borrowings	11(b)	387.88	3,364.29
(b) Lease liabilities	14(b)	0.90	-
(c) Trade payables	12	-	-
i) total outstanding dues of micro enterprises and small enterprises		27.58	12.21
ii) total outstanding dues of creditors other than micro enterprises and small enterprises		77.40	47.09
(d) Other financial liabilities	13	42.59	125.88
Other current liabilities	**15**	**1.40**	**23.83**
Total Equity and Liabilities		**11,109.39**	**10,334.77**

Summary of material accounting policies 2

The above Balance Sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations	16	1,143.97	855.46
Other income	17	16.66	14.23
Total Income		**1,160.63**	**869.69**
Expenses			
Finance costs	18	683.95	513.52
Depreciation and amortization expense	19	392.91	312.64
Other expenses	20	204.08	132.09
Total expenses		**1,280.95**	**958.25**
Loss before tax		**(120.31)**	**(88.56)**
Tax expense			
Current tax		-	-
Deferred tax	5	-	(33.83)
Total tax expense		**-**	**(33.83)**
Loss for the year		**(120.31)**	**(54.73)**
Other comprehensive income		-	-
Total comprehensive income for the year		**(120.31)**	**(54.73)**
Loss per equity share			
Basic & Diluted [nominal value per share ₹10/-]	21	**(0.53)**	**(0.25)**

Summary of material accounting policies 2

The above Balance Sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of First Energy TN 1 Private Limited

Anjali Lothe
Director
DIN : 10134848

Ravi Damaraju
Director
DIN : 09554649

Pranav Pimpale
Company Secretary

Sumit Rathi
Chief Financial Officer

Place : Pune
Date : April 24, 2026

Statement of Cash flows for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A)	**Cash flows from operating activities**		
	Loss before tax	(120.31)	(88.56)
	Adjustments for		
	Depreciation expenses	392.91	312.64
	Finance costs	683.95	513.52
	Interest income from financial assets at amortised cost	(13.64)	(13.11)
	Liabilities no longer required written back	(1.27)	-
	Gain on Sale of Mutual Fund measured at fair value through profit or loss	(1.75)	-
	Net gain on disposal of property, plant and equipment	-	0.53
	Working capital adjustments		
	(Increase) in trade receivables	(102.38)	(18.84)
	(Increase)/decrease in other financial assets	4.40	(30.91)
	(Increase)/ decrease in other assets	191.54	(211.86)
	Increase in trade payables	46.70	30.19
	Increase/(decrease) in other liabilities	(22.43)	22.89
	Cash generated from operations	**1,057.71**	**516.49**
	Income taxes paid	(2.10)	(1.56)
	Net cash generated from operating activities	**1,055.61**	**514.93**
B)	**Cash flows from investing activities**		
	Payment for property, plant and equipment	(1,028.82)	(1,931.07)
	Investment in mutual funds	(801.00)	(776.96)
	Proceeds from sale of mutual funds	804.78	784.09
	Fixed deposits placed with banks	(157.22)	(11.59)
	Interest received	13.05	13.10
	Net cash flows used in investing activities	**(1,169.20)**	**(1,922.43)**
C)	**Cash flows from financing activities**		
	Proceeds from borrowings	9,089.00	2,553.00
	Repayment of borrowings	(8,381.78)	(524.96)
	Proceeds from issue of equity shares	104.40	-
	Interest paid on borrowing	(518.06)	(506.76)
	Expenses related to Initial borrowing cost paid	(29.90)	-
	Interest paid and capitalised in property, plant and equipment	(107.70)	(90.56)
	Net cash flows from financing activities	**155.96**	**1,430.72**
	Net increase in cash and cash equivalents	**42.37**	**23.22**
	Cash and cash equivalents at the beginning of the financial year	36.95	13.73
	Cash and cash equivalents at the end of the financial year	**79.32**	**36.95**
	Non-cash financing and investing activities		
	- Acquisition of right-of-use assets	7.46	-

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

	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents [refer note 8(a)]	79.32	36.95
Balances as per Statement of Cash Flows	**79.32**	**36.95**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer note 11(b) for Net debt reconciliation

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.
This is the Statement of Cash Flows referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy TN 1 Private Limited

Anjali Lothe
Director
DIN : 10134848

Ravi Damaraju
Director
DIN : 09554649

Pranav Pimpale
Company Secretary

Sumit Rathi
Chief Financial Officer

Place : Pune
Date : April 24, 2026

First Energy TN 1 Private Limited

Statement of changes in equity as at March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A. Equity Share Capital

Particulars	Amount
As at April 1, 2024	**2,200.00**
Issued during the year	-
As at March 31, 2025	**2,200.00**
Issued during the year	104.40
As at March 31, 2026	**2,304.40**

B Other Equity

Particulars	Retained Earnings	Total
As at April 1, 2024	(178.12)	(178.12)
Loss for the year	(54.73)	(54.73)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	**(54.73)**	**(54.73)**
As at March 31, 2025	**(232.85)**	**(232.85)**
Loss for the year	(120.31)	(120.31)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	**(120.31)**	**(120.31)**
As at March 31, 2025	**(353.16)**	**(353.16)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

This is Statement of Changes in Equity referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
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Place : Pune
Date : April 24, 2026

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy TN 1 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on January 29, 2022 under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business as a producer of solar power.

The address of the Company's registered office is Fountainhead Tower 1, Viman Nagar, Pune – 411014, India. The Board of Directors have authorized to issue these financial statements on April 24, 2026. The CIN of the Company is U40108PN2022PTC208074.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention;

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied to the consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in power purchase agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

At the end of each reporting period, the Company updates the estimated transaction price to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period. The Company accounts for such changes in the transaction price (including claims). Consideration / claim payable to a customer includes cash amounts that an entity pays to the customer. The Company accounts for consideration payable to a customer as a reduction of the transaction price and, therefore, of revenue unless the payment to the customer is in exchange for a distinct good or service that the customer transfers to the entity. The consideration payable to a customer includes a variable amount.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Variable considerations

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

b. Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment and capital work in progress are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	5 to 25	10 to 15
Building	3	3 to 30

c. Borrowing costs

Where the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs eligible for capitalization are determined as the actual borrowing costs incurred on such specific borrowings during the period, less any investment income earned on the temporary investment of those borrowed funds pending their utilization on the qualifying asset; accordingly, the net borrowing costs, after deduction of such temporary investment income, are capitalized as part of the cost of the qualifying asset in accordance with IAS 23 – Borrowing Costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

d. Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their

carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss. There are currently no debt securities which are carried at FVTPL.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Borrowings are classified as current liabilities unless, at the end of the reporting period, the group has a right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurementt

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Property, plant and equipment (PPE)

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Income recognition

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the Statement of Profit and Loss.

e. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

f. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

g. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

h. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of Profit and Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net

of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

i. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

j. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

k. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

l. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

m. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Impairment of property, plant and equipment

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected generation based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would lead to recoverable amount and conclusion on impairment assessment.

ii. Borrowing costs

The determination of whether an asset qualifies as a qualifying asset for the purpose of capitalization of borrowing costs involves significant management judgement, including assessment of factors such as the period of time necessary to get the asset ready for its intended use or sale, the nature of activities required during the construction or development phase, and prevailing industry practices; in the Company's case, the construction of projects typically involves a period ranging from 6 months to 10 months, and management evaluates each project individually to determine eligibility for borrowing cost capitalization based on these criteria.

iii. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

iv. Deferred taxes

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

2.6. Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

3 Property, Plant and Equipment

Particulars	Land Freehold	Buildings*	Solar Power Plant	Computer	Office Equipment	Total	Capital work-in-progress
Gross carrying amount:							
As at April 1, 2024	**40.02**	**6.66**	**7,615.48**	**-**	**-**	**7,662.16**	**211.07**
Additions	81.84	-	45.08	-	-	126.92	2,305.00
Deductions	-	-	13.20	-	-	13.20	-
As at March 31, 2025	**121.86**	**6.66**	**7,647.36**	**-**	**-**	**7,775.88**	**2,516.07**
Additions	-	-	3,533.37	0.15	6.94	3,540.46	1,024.39
Deductions	-	-	-	-	-	-	(3,540.46)
As at March 31, 2026	**121.86**	**6.66**	**11,180.73**	**0.15**	**6.94**	**11,316.34**	**-**
Accumulated Depreciation						-	
As at April 1, 2024	**-**	**1.89**	**378.18**	**-**	**-**	**380.07**	**-**
Additions	-	2.11	310.53	-	-	312.64	-
Deductions	-	-	0.66	-	-	0.66	-
As at March 31, 2025	**-**	**4.00**	**688.05**	**-**	**-**	**692.05**	**-**
For the year	-	1.85	390.59	0.03	0.29	392.76	-
Deductions	-	-	-	-	-	-	-
As at March 31, 2026	**-**	**5.85**	**1,078.64**	**0.03**	**0.29**	**1,084.81**	**-**
Net carrying amount:						-	
As at March 31, 2026	**121.86**	**0.81**	**10,102.09**	**0.12**	**6.65**	**10,231.53**	**-**
As at March 31, 2025	**121.86**	**2.66**	**6,959.31**	**-**	**-**	**7,083.83**	**2,516.07**

*Temporary structure

i) See note 11 for information on property, plant and equipment pledged as security by the Company.

ii) See note 22 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

iii) Capital work-in-progress mainly comprised construction of solar plant.

Particulars/Projects	As at March 31, 2026				
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Projects in progress					
5 MW Solar project	2,305.00	211.07	-	-	2,516.07
Total	**2,305.00**	**211.07**	**-**	**-**	**2,516.07**

The project that was in progress last year, was overdue and has been capitalised in August 2025.

Capitalization of expenses

During the year, the Company has capitalized the following expenses to the cost of Property, plant and equipment / Capital work-in-progress. Consequently, expenses disclosed under the respective notes are net of amounts capitalized by the Company.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest cost	107.70	90.56
Depreciation	0.04	-
Gain on investments	(2.03)	(7.13)
Total	**105.71**	**83.43**

First Energy TN 1 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

3(b) Right- of- use assets

Particulars	Leasehold Land	Total
Gross Block		
As at April 1, 2025	**-**	**-**
Additions*	7.46	7.46
Deductions	-	-
As at March 31, 2026	**7.46**	**7.46**
Accumulated Amortization		
As at March 31, 2025	**-**	**-**
Charge for the year	0.19	0.19
Deductions	-	-
As at March 31, 2026	**0.19**	**0.19**
Net Block		
As at March 31, 2026	**7.27**	**7.27**

*Includes initial direct costs incurred by the lessee amounting to 0.53 lakhs.

During the current year, the Company has taken land on lease which has been accounted in accordance with Ind AS 116-Leases under right of use assets. Refer note 23 for further disclosure on leases.

4(a). Other financial assets (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with maturity of more than twelve months	-	30.34
Total	**-**	**30.34**

4(b). Other financial assets (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits	171.70	170.20
Bank deposits with original maturity of more than twelve months*	-	160.05
Interest accrued on fixed deposits	0.61	0.01
Other receivables	2.62	8.53
Total	**174.93**	**338.79**

*Included Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract amounting to Rs NIL (March 31, 2025: Rs 160.05 lakhs).

5(a). Income tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	2.06	0.50
Add: Taxes paid during the year	2.10	1.56
Total	**4.16**	**2.06**

5(b). Deferred tax liabilities (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets		-
Losses available for offsetting against future taxable income	1,357.61	818.63
	1,357.61	**818.63**
Deferred tax liabilities		-
Property, plant and equipment	(1,352.36)	(813.38)
Ind AS impact on borrowings	(5.25)	(5.25)
	(1,357.61)	**(818.63)**
Total	**-**	**-**

The Company has tax losses of Rs. 83.10 lakhs (March 31, 2025: 5.82 lakhs) that are available for offsetting of future taxable profits. Deferred tax assets have not been recognised in respect of these losses as they may not be used to offset taxable profits elsewhere in the Company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Company was able to recognise all unrecognised deferred tax assets, the profit for the year would increase by Rs. 14.26 lakhs (March 31, 2025: Rs. 1 lakh).

Particulars	Expiry date	As at March 31, 2026		As at March 31, 2025	
		Amount	Tax Impact	Amount	Tax Impact
Unabsorbed depreciation	No Expiry period	83.10	14.26	5.82	1.00
		83.10	**14.26**	**5.82**	**1.00**

The income tax expense consists of following:

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Current tax expense	-	-
Deferred tax charge	-	33.83
	-	**33.83**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit and Loss is as follows:

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Loss before tax	(120.31)	(88.56)
Income tax rate	17.16%	17.16%
Expected tax credit	(20.65)	(15.20)
Losses on which deferred tax asset has not been recognised	20.65	(18.63)
Total tax expense/(credit)	**-**	**(33.83)**

6(a). Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	51.99	25.00
Prepaid expenses	1.81	2.64
Total	**53.80**	**27.64**

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

6(b). Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with government authorities	2.40	218.69
Prepaid expenses	10.06	13.30
Advance to Supplier	28.85	-
Others	-	0.02
Total	**41.31**	**232.01**

*There were no advances due by directors or other officers of the company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a member.

7. Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables		
- Unbilled*	131.95	67.08
- Billed	37.51	-
Total	**169.46**	**67.08**
Trade receivables considered good - Unsecured	169.46	67.08
	169.46	**67.08**
Total	**169.46**	**67.08**

No trade or other receivables are due from directors or officers of the company either severally or jointly with any other person nor any trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivables are unbilled because the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Trade Receivables ageing:

As at March 31, 2026

Particulars/ Projects	Unbilled	Not due	Outstanding for the following period from due date of payments			Total
			Less than 6 months	6 months-1 year	More than 1 year	
(i) Undisputed Trade Receivables-considered good	107.45	-	59.00	3.01	-	169.46
Total	**107.45**	**-**	**59.00**	**3.01**	**-**	**169.46**

As at March 31, 2025

Particulars/ Projects	Unbilled	Not due	Outstanding for the following period from due date of payments			Total
			Less than 6 months	6 months-1 year	More than 1 year	
(i) Undisputed Trade Receivables-considered good	67.08	-	-	-	-	67.08
Total	**67.08**	**-**	**-**	**-**	**-**	**67.08**

8(a). Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with bank		
- In current accounts	79.32	36.95
Total	**79.32**	**36.95**

8(b) Other bank balance

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with bank		
Deposits with original maturity of more than three months and remaining maturity less than twelve months*	347.61	-
Total	**347.61**	**-**

*Includes Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract amounting Rs 347.61 lakhs (March 31, 2025: Rs NIL)

9. Equity Share Capital

a) Authorised share capital

Equity shares of ₹ 10 each

Particulars	No. of shares	Amount
As at April 1, 2025	**25,000,000**	**2,500.00**
Increase during the year	-	-
As at March 31, 2025	**25,000,000**	**2,500.00**
Increase during the year	-	-
As at March 31, 2026	**25,000,000**	**2,500.00**

b) Issued, Subscribed and Paid up share capital

Equity shares of ₹ 10 each

Particulars	No. of shares	Amount
As at April 1, 2025	**22,000,000**	**2,200.00**
Changes during the year	-	-
As at March 31, 2025	**22,000,000**	**2,200.00**
Changes during the year	1,044,000	104.40
As at March 31, 2026	**23,044,000**	**2,304.40**

c) Terms/Rights attached to the equity shares

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

d) Equity shares held by holding company

Name of company	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Private Limited (including 2 shares held by nominee shareholders)	16,240,000	1,624.00	16,240,000	1,624.00
Equity shares of Rs 10 each				

e) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited, India		
% Holding	70.47%	73.82%
No. of shares	16,240,000	16,240,000
(ii) Magna Electro Castings Limited		
% Holding	6.25%	6.55%
No. of shares	1,440,000	1,440,000
(iii) Elgi Equipments Limited		
% Holding	7.81%	6.55%
No. of shares	1,800,000	1,440,000
(iv) Sundram Fasteners Limited		
% Holding	8.33%	8.72%
No. of shares	1,918,800	1,918,800

f) Shares held by promoters at the end of the year

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited, India	16,240,000	70.47%	16,240,000	73.82%	-3.35%

*Refer note 11(b) for pledge of shares of holding company

g) Aggregate number of shares issued for consideration other than cash :

There were no buy back of shares/issue of shares for consideration other than cash during the period of five years immediately proceeding the reporting date.

10 : Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained Earnings		
Opening Balance	(232.85)	(178.12)
Add: Loss for the year	(120.31)	(54.73)
Total	**(353.16)**	**(232.85)**

11(a). Non-current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans from Bank		
Indian rupee loans from bank*	8,194.14	5,016.41
Less: Current maturities of long-term borrowings (included in current borrowings)	387.88	222.09
	7,806.26	**4,794.32**
Unsecured Loan		
From holding company	807.68	-
Total	**8,613.94**	**4,794.32**

*After considering unamortised expense of Rs. 29.89 lakhs (March 31, 2025: 30.59 lakhs).

Aggregate secured borrowings	7,806.26	4,794.32
Aggregate unsecured borrowings	807.68	-

(a) Loans are measured at amortised cost.

Details	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Indian rupee loan from YES Bank	December 31, 2044	Repayable in 77 structured quarterly instalments from December 31, 2025	3 Month EBLR p.a +2.50 % p.a	8,194.14	-
Loan from Holding company	December 31, 2027	Repayable on or before maturity date	8%	807.68	-
Indian rupee loan from ICICI Bank	Repaid as on 1st Jan, 2026		3 Month MCLR p.a +0.70% p.a	-	4,203.44
Indian rupee loan from ICICI Bank	Repaid as on 1st Jan, 2026		3 Month MCLR p.a +0.70% p.a	-	812.97

(b) Details of security

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the project (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of total shares of the Company held by the holding company.

11(b). Current Borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Current maturities of long term borrowings from bank	387.88	222.09
Unsecured loans		
Loan from Holding Company	-	3142.20
Total	**387.88**	**3,364.29**
Aggregate secured borrowings	387.88	222.09
Aggregate unsecured borrowings	-	3142.20

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from Holding company	For previous year - 'November 11, 2025	For previous year - Repayable on or before maturity date	8.95%	-	3,142.20

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings	(9,001.82)	(8,158.61)
Lease Liability	(7.36)	-
Cash and cash equivalents	426.93	36.95
Net debt	**(8,582.25)**	**(8,121.66)**

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Other assets		Liabilities from financing activities		Total
	Cash and cash equivalents	Other Bank balances	Lease Liabilities	Borrowings including accrued interest	
Net debt as at April 1, 2024	**13.73**	**28.61**	**-**	**(6,123.81)**	**(6,081.47)**
Cash flows	23.22	(28.61)	-	(2,028.04)	(2,033.43)
Interest expenses	-	-	-	(513.52)	(513.52)
Interest paid	-	-	-	597.32	597.32
Interest Capitalised	-	-	-	(90.56)	(90.56)
Net debt as at March 31, 2025	**36.95**	**-**	**-**	**(8,158.61)**	**(8,121.66)**
Cash flows	42.37	347.61	-	(707.22)	(317.23)
Additions of lease	-	-	(6.93)	-	(6.93)
Interest expenses	-	-	(0.43)	(683.95)	(684.38)
Interest paid	-	-	-	655.65	655.65
Interest cost capitalised	-	-	-	(107.70)	(107.70)
Net debt as at March 31, 2026	**79.32**	**347.61**	**(7.36)**	**(9,001.82)**	**(8,582.25)**

During the current year and previous year, the Company has used all the borrowings for the specific purpose for which they have been obtained.

12. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises (refer note 29)	27.58	12.21
Total outstanding dues of creditors other than micro enterprises and small enterprises		
i) Related parties (refer note 24)	42.42	42.15
ii) Others	34.98	4.94
Total	**104.98**	**59.30**

Ageing schedule for trade payables

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	17.38	5.84	1.48	-	2.48	0.40	27.58
(ii) Others	34.59	0.06	37.20	5.55	-	-	77.40
Total	**51.97**	**5.90**	**38.68**	**5.55**	**2.48**	**0.40**	**104.98**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	11.74	0.05	0.02	0.40	-	-	12.21
(ii) Others	4.16	17.60	17.21	8.12	-	-	47.09
Total	**15.90**	**17.65**	**17.23**	**8.52**	**-**	**-**	**59.30**

13. Other current financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Payable for property, plant and equipment (inclusive of payable to micro and small enterprises: Rs 1.64 lakhs)	42.59	125.88
Total	**42.59**	**125.88**

First Energy TN 1 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

14(a) : Lease Liability (Non current)

Particulars	As at March 31, 2026	As at March 31, 2025
Lease Liability (refer note 23)	6.46	-
Total	**6.46**	**-**

14(b). Lease liability (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Lease Liability (current) (refer note 23)	0.90	-
Total	**0.90**	**-**

15. Other Current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory tax payables	1.40	23.83
Total	**1.40**	**23.83**

16. Revenue from Operations

Particulars	As at March 31, 2026	As at March 31, 2025
Revenue from contract with customers:		
Revenue from Power Supply	1,143.97	855.46
Total	**1,143.97**	**855.46**

Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	1,143.97	855.46
Total revenue from contracts with customers	**1,143.97**	**855.46**
ii) Revenue by geographical market:		
Within India	1,143.97	855.46
Outside India	-	-
Total revenue from contracts with customers	**1,143.97**	**855.46**

iii) Reconciliation between revenue recognised in Statement of profit and loss and contract price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract price	**1,199.15**	**875.46**
Adjustments for:		
Customer claims	(4.10)	(20.00)
Pre-oprative revenue capitalised	(51.08)	-
Total Revenue recognised	**1,143.97**	**855.46**

iv) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

17. Other Income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net gain on disposal of property, plant & equipment	-	0.53
Interest income from financial assets at amortised cost	13.64	13.11
Gain on Sale of Mutual Fund measured at fair value through profit or loss	1.75	-
Liabilities written back	1.27	-
Miscellaneous income	-	0.59
Total	**16.66**	**14.23**

18. Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest and finance charges on financial liabilities measured at amortised cost		
-bank	552.80	486.28
-holding company	238.34	117.80
Interest on lease liabilities	0.43	-
Other finance cost	0.08	-
Less: Interest Capitalised during the period	(107.70)	(90.56)
Total	**683.95**	**513.52**

19. Depreciation and amortization expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	392.76	312.64
Depreciation on right-of-use assets	0.19	-
Less: Capitalised during the year	(0.04)	-
Total	**392.91**	**312.64**

20. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Operation & Maintenance Charges	60.05	44.88
Site Expenses	33.86	24.05
Rent expenses	0.06	0.72
Repairs & Maintenance	36.77	2.36
Rates and taxes	5.86	4.79
Insurance	13.15	13.11
Travelling and conveyance	0.86	2.16
Communication expenses	-	0.02
Printing and stationery	-	0.04
Legal and professional fees	26.03	13.08
Auditor's remuneration (Refer note below)	1.77	1.77
Technical charges	1.66	3.10
Directors' Sitting fees	3.30	3.89
Management fees (Refer note 24)	20.05	17.51
Miscellaneous expenses	0.66	0.61
Total	**204.08**	**132.09**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

expenditure on account of CSR activities during the current and previous year.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2024
Statutory Audit Fees (Including GST)	1.77	1.77
Total	**1.77**	**1.77**

21. Loss per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2024
Net Loss attributable to the Equity shareholders of the Company	(120.31)	(54.73)
Weighted average number of Equity shares of Rs.10/- each	22,757,775	22,000,000
Basic and Diluted Loss per share	**(0.53)**	**(0.25)**

22. Contingent Liabilities and commitments

Contingent liabilities

There are no liabilities of contingent nature.

Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Rs. Nil (March 31, 2025: Rs 637.40 lakhs).

23 Leasing Arrangements

Company as lessee

The Company has taken land on leases for a tenure of 29 years. There are no variable lease payments and residual value guarantees for these leases.

Carrying amounts of lease liabilities and the movements during the period:

Particulars	As at March 31, 2026
At the beginning of the year	-
Additions	6.93
Accretion of interest	0.43
Payments made	-
As at end of the year	**7.36**
Current portion of lease liabilities	0.90
Non-current portion of lease liabilities	6.46
Total	**7.36**

Details of amounts recognised in Statement of Profit and Loss

Particulars	For the year ended March 31, 2026
Amortisation of right-of-use assets	0.19
Interest expense on lease liabilities	0.43
Less: Capitalised during the year	0.14
Total amount recognised in Statement of Profit and Loss	**0.48**

24. Related party disclosures

A Immediate Holding Company

First Energy Private Limited

B Ultimate Holding Company

RDA Holding Private Limited

C Intermediate Holding Company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key management personnel:

1 Mr. Ravi Damaraju - Whole time Director
2 Mr. Mitish Somani - CFO (till April 5, 2024)
3 Mr. Sumit Rathi- CFO (w.e.f. May 5, 2024)
4 Mr. Sanjay Parande - Independent Director
5 Mr. Ashok Joshi - Independent Director
6 Ms. Sampada Sakhare - Company Secretary (till February 7, 2025)
7 Mrs. Anjali Lothe - Director
8 Mr. Pranav Pimpale - Company Secretary (w.e.f. April 28, 2025)

E Enterprises with whom transactions have taken place during the year, over which control is exercised by KMP of Intermediate holding Company:

Elgi Equipments Limited, India (till June 30, 2024)

F Transactions with Related parties:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
With Immediate Holding Company		
Interest expenses	238.34	117.80
Loan Taken	750.16	2,553.00
Loan Repaid	3,168.00	313.00
Management fees	20.05	17.51
Reimbursement of expenses	12.74	13.16
EPC services availed (Capital expenditure)	858.40	1,685.18
Intermediate Holding Company		
Purchase of property, plant and equipment	-	23.78
Enterprises over which control is exercised by KMP of Intermediate holding company:		
Revenue from operations	-	53.14
Key management personnel compensation		
Short term employee benefits (Director sitting fees)	3.30	3.89

G Outstanding balances

Particulars	As at March 31, 2026	As at March 31, 2025
(b) Balances as at the year end		
Holding Company		
Loan payable (Including interest accrued)	807.68	3,142.20
Trade payables	42.42	42.15
Payable for property, plant and equipment	38.49	122.80
Intermediate Holding Company		
Advance given	5.81	5.81

H Terms and conditions for outstanding balances

All outstanding balances are unsecured, interest free except for borrowings, and payable in cash. For details of interest on borrowings, refer note 11.

The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

25. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables	104.98	59.30
Borrowing	9,001.82	8,135.41
Other liabilities	42.59	149.08
Total	**9,149.39**	**8,343.79**
Current liabilities	535.45	3,549.47
Non-current liabilities	8,613.94	4,794.32
Total	**9,149.39**	**8,343.79**

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	169.46	67.08
Cash and cash equivalents	79.32	36.95
Other bank balances	347.61	-
Other financial assets	174.93	369.13
Total	**771.32**	**473.16**
Current assets	771.32	442.82
Non-current assets	-	30.34
Total	**771.32**	**473.16**

The carrying value of trade receivables, cash and cash equivalents, bank balances, other financial assets, trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable or in case of fixed rate borrowings, movements in interest rates from the recognition of such financial instrument till period end not being material.

26. Financial risk management

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents are derived directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The Management of the Company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the Company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk and currency risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

The sensitivity analyses in the following sections relate to the position as at March 31, 2026 and March 31, 2025.

a 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 exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	March 31, 2026	March 31, 2025
Variable rate borrowings	8,194.14	5,016.41

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's loss before tax is affected through the impact on floating rate borrowings, as follows:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest rates - Increase by 25 basis points (March 31, 2025 - 25 basis points)	(11.97)	(12.91)
Interest rates - Decrease by 25 basis points (March 31, 2025 - 25 basis points)	17.19	12.91

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The Company has not entered into any foreign currency transaction during the current year and comparative period and hence not exposed to any foreign currency risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk primarily from trade receivables, security deposits and cash and cash equivalents and from its investing activities, including deposits with banks.

Risk Management:

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit ratings and risk of potential default based on defined credit risk parameters. An impairment analysis is performed based on expected credit loss model at each reporting date. The calculation is based on losses as per historical data and forward looking information. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in notes above. There is no charge of impairment to Statement of Profit and Loss in the current and previous year.

Balances with Banks

Credit risk from balances with banks is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

Other financial assets carried at amortised cost

The Company's other financial assets comprise security deposits held with state electricity authorities, which carry low credit risk. Accordingly, no loss allowance has been recognised..

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	387.88	1,524.83	792.21	6,329.06	9,033.98
Lease liabilities	0.90	0.90	1.04	21.07	23.90
Trade Payables	104.98	-	-	-	104.98
Other financial liabilities	42.59	-	-	-	42.59

March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	3,364	448.98	469.30	3906.64	8,189.21
Trade Payables	59	-	-	-	59.30
Other financial liabilities	126	-	-	-	125.88

27. Analytical ratios

S. No.	Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current Assets	Current Liabilities	1.51	0.19	700%	Refer note (i)
2	Debt-Equity Ratio	Total Debt	Shareholders' Equity	4.61	4.14	11%	Not applicable
3	Debt Service Coverage Ratio	Earnings available for debt service (Net loss after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt Service (Interest + Principal Repayments)	0.28	0.71	-61%	Refer note (iv)
4	Return on Equity	Net loss after taxes	Average Shareholder's Equity	-6.14%	-2.74%	-124%	Refer note (ii)
5	Return on Investment	Investment income	Average investment	5.07%	7.10%	-29%	Decrease in deposits interest rates resulted in decrease in ratio
6	Trade Receivables turnover Ratio	Total sales	Average Trade Receivable	9.67	14.84	-35%	Refer note (iii)
7	Trade payables turnover Ratio	Net credit purchases	Average Trade Payables	2.48	2.99	-17%	Not applicable
8	Net capital turnover Ratio	Total sales	Working Capital	4.16	-0.30	-1510%	Refer note (iii)
9	Return on Capital employed	Earning before interest and taxes	Capital Employed	5.15%	4.21%	22%	Not applicable
10	Net Profit Ratio	Net loss after taxes	Revenue	-10.52%	-6.40%	-64%	Refer note (ii)

Working Capital = Current assets less Current liabilities

Capital employed = Tangible Net worth + total debt

Average = (Opening + Closing)/2

Note:

(i) The increase in current ratio is attributable to higher cash and bank balances, resulting from fresh borrowings obtained through refinancing arrangements by the entity.

(ii) The return on equity and net profit ratio have been impacted due to an increase in overall expenses, primarily driven by higher finance costs and other expenses during the period.

(iii) Higher sales during the last months resulted in elevated trade receivables, consequently leading to a decline in the Trade Receivables Turnover Ratio.

(iv) Repayment of unsecured borrowing during the year, impacted debt service coverage ratio.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

28. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings including accrued interest	9,001.82	8,158.61
Lease liabilities	7.36	-
Less: Cash and cash equivalents (includes other bank balances)	426.93	36.95
Net debt	**8,582.25**	**8,121.66**
Equity	1,951.24	1,967.15
Net Debt to Equity	**4.40**	**4.13**

Net debt to equity has increased in current year on account of additional borrowings availed during the year for expansion project.

Loan Covenants

The Borrower shall, during the entire tenor of the Facility, ensure that its Debt Service Coverage Ratio does not fall below 1.10:1

There is no debt convenants breach during the year.

29. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding(whether due or not) to micro and small enterprises*	29.22	12.21
- Interest due thereon	0.12	0.08
The amount of interest paid by the Company 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	-	-
The amount of principal made to the supplier beyond the appointed day during the year	48.12	20.14
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	0.80	0.27
The amount of interest accrued and remaining unpaid at the end of each accounting year	0.92	0.35
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.	1.76	0.84

*Amount due to Micro and Small enterprises are disclosed on the basis of information available with the Company regarding status of the suppliers as Micro and Small enterprises.

30. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment.

Major Customers

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Customer A	273.04	209.14
Customer B	262.26	210.24
Customer C	366.23	278.66
Customer D	149.66	139.61
Total	**1,051.19**	**837.65**

31. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current and previous year.

(iv) There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

a. 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

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

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

32. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

33. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail maintained in the prior year, has been preserved by the Company as per the statutory requirements of record retention.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy TN 1 Private Limited

Anjali Lothe
Director
DIN : 10134848

Ravi Damaraju
Director
DIN : 09554649

Pranav Pimpale
Company Secretary

Sumit Rathi
Chief Financial Officer

Place : Pune
Date : April 24, 2026

First Energy 2 Private Limited

Board of Directors
Ravi Damaraju
Sandeep Mandke
Sanjay Parande
Ashok Joshi

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
Prakash Patil, Chief Executive Officer
Amit Kodere, Chief Financial Officer
(Ceased w.e.f. April 30, 2026)
Omkar Bhide, Company Secretary

Bankers
Yes Bank Limited

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure to present the Fourth Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	429.49	438.22
Profit before finance cost, depreciation, and tax	353.39	369.75
Finance Cost	212.18	235.34
Profit before depreciation and tax	141.20	134.41
Depreciation and impairment	149.77	149.1
Profit/(Loss) before tax	(8.57)	(14.7)
Profit/(Loss) after tax	(8.57)	(14.7)

State of Company's Affairs

The Company's Solar plant of 7.5MWp has been in stable operation since commissioning in March 2023.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affects the financial position of the Company

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves

During the year, the company has not transferred any amount to the General Reserve.

Share Capital

During the year there were no changes in the capital structure of the Company. The Paid-up Share Capital of the Company is Rs. 11,53,50,050 divided into 1,15,35,005 Equity Shares of Rs.10 each. The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its renewable energy business and has drawn a mitigation plan to address the same –

- **Land Risk :** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources :** This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also contracts competent local infra partners having experience and capability.
- **Renewable Sources and Grid Availability :** The major risk identified by the Company is generation loss due to lower radiation and Grid failures. The Company continuously studies the radiation levels with historical data from reliable sources. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- **Plant Uptime and Soiling Losses :** This type of risk involves the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using water cleaning modules at regular frequency.
- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety. The Company strives for continuous

improvement and its objective is to establish the best safety practices at sites and operating assets.

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication : HSE Moment/Lessons Learnt : Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability, Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training : HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors.
- HSE Digitalisation : HSE digital software implemented for hazard reporting and risk behaviour reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company Mr. Sandeep Mandke (DIN: 09619581) retires by rotation and being eligible offers, himself for re-appointment. The proposal of re-appointment forms part of the Notice of the fourth AGM of the Company.

During the year, there were no changes in the Directors and Key Managerial Personnel(s) of the Company.

Policy on appointment and remuneration of directors and key managerial personnel

The Board has adopted a policy on selection and appointment of Directors and remuneration of Directors, KMPs and employees. The Directors do not receive any remuneration except independent directors who are entitled to sitting fees as approved by the Board for each Board/Committee meeting attended. A detailed policy is annexed herewith as Annexure 1 and forms part of this report.

Declaration by Independent Directors

The Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have also confirmed that their names have been added in the data bank maintained by the Indian Institute of Corporate Affairs for independent directors, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, every individual whose name is so included in the data bank shall pass an online proficiency self-assessment test. However, an individual who has fulfilled the criteria prescribed in Rule 6(4) of the said Rules, is exempted from passing the online proficiency self-assessment test. In view of the same, Mr. Sanjay Parande, having met the aforesaid criteria, was exempted from the proficiency self-assessment test and Mr. Ashok Joshi has passed the proficiency self-assessment test.

The Board is of the opinion that the Directors of the Company are eminent persons with integrity and have necessary expertise and experience to continue to discharge their responsibilities as Directors of the Company.

Board Meetings

During the year, the Board met four times on April 28, 2025, July 23, 2025, November 3, 2025 and January 22, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Independent directors meeting

During the year under review, the independent directors met once on January 21, 2026 where all independent directors were present inter alia to review the performance of the Board and non-independent directors of the Company.

Committees of the Board

The Board has constituted the following committees viz. Audit Committee and Nomination and Remuneration Committee.

Audit Committee

The Audit Committee of the Board of Directors was constituted on May 9, 2023. The committee as on March 31, 2026 comprises of all directors being non-executive directors viz Mr. Sanjay Parande as the Chairman and Mr. Ashok Joshi & Mr. Sandeep Mandke as members of the committee. The committee met four times during the year on April 28, 2025, July 23, 2025, November 3, 2025 and January 22, 2026. Further, all the recommendations made by the audit committee were accepted by the Board.

Nomination & Remuneration Committee

The Nomination & Remuneration Committee of the Board of Directors was constituted on May 9, 2023. The committee comprises of all directors being non-executive directors viz Mr. Ashok Joshi as the Chairman and Mr. Sanjay Parande & Mr. Ravi Damaraju as members of the committee. The committee met once on January 22, 2026.

Director's Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026 the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026 and of the loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Audit Committee for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 2 in Form No. AOC-2 and the same forms part of this report.

First Energy 2 Private Limited

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar and associated Renewable energy generation sources for commercial & industrial customers.

In the case of Technology absorption, the Company used higher rated (>540Wp) Monoperc PV modules with better efficiency, a structure designed to string type Solar Inverters designed for outdoor installation

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the Company will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the registered office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant or material orders passed by the Regulators / Courts.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of onetime settlement with any Bank or Financial Institution.

Changes in the Regulatory Provisions and its impact on the business

During the year, the below changes were made to the Regulatory Provisions:

- During the year, Ministry of Power notified an amendment to the Electricity Rules 2005 to clarify that the minimum 26% equity and minimum 51% consumption is to be maintained by Company as well, in addition to Association of Persons (AoPs). Further, consumption by Holding Company or its subsidiaries in addition to the subsidiary of the Company, shall qualify as captive consumption. The prevailing requirement of consumption proportional to the equity shareholding has been modified and the consumption is now required to be maximum equal to the equity shareholding. Any energy wheeled more than the equity share will be treated as non-captive and shall attract Cross Subsidy Surcharge and Additional Surcharge. Further, if any single consumer has more than 26% equity, excess consumption shall be allowed as well. As we have been following the 26-74% from the beginning and as the Company is a dedicated captive with single consumer, this change has no impact on the captive compliance of the Company/ Consumer due the change in said Rules.

- Maharashtra announced solar and non solar hours tariffs, with restricted banking provision to solar hours only in Q1 FY 26. The matter was immediately stayed in favour of the consumers. Maharashtra Electricity regulatory Commission (MERC) on directives of the Supreme Court had to re-open the regulatory stakeholder public hearing process on proposed changes, and meanwhile, banking provisions were maintained until further development. However, MERC has recently issued the revised Multi year tariff order (MYT Order) on 25th March 2026, enforcing the banking provisions. The matter has again been taken up at Appellate tribunal for electricity (APTEL) and currently hearings are being held since 20th April 2026 in this matter. Impact will be known once we have a final position on banking provisions and mitigations will be planned in accordance with the Captive Power agreement (CPA) Terms or mutual agreements with the consumers.

Auditors

Statutory Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five year from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work and support.

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For and on behalf of the Board of Directors of
First Energy 2 Private Limited

Sandeep Mandke	**Ravi Damaraju**
Director	Director
DIN: 09619581	DIN: 09554649

Pune, April 23, 2026

Annexure 1

Policy on Selection and Appointment of Directors and Remuneration of Directors, KMPs and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Non-Executive Directors (NEDs), based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict-of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration:

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD, WTD & CEO:

i. At the time of appointment or re-appointment, the Managing Director (MD), Whole Time Director (WTD) and Chief Executive Officer (CEO) shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the MD, WTD and CEO within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD, WTD and CEO is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure/consider the following:

a. the relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD, WTD and CEO, the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component.

(ii) The division is based on the fixed salary and performance bonuses.

(iii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

Based on the Annual Business Plan prepared, Individual Contribution Plan (ICP) is prepared by the Senior Management which is agreed upon. It broadly contains certain targets for strategic objectives, operational excellence-oriented initiatives, and business deliverables. The actual performance of individual repartee will be discussed by the MD and CEO at the year's end. Based on the appraisal and overall performance of the Company and after considering the market trends, suitable increments/ variable pay shall be decided by the MD and CEO.

The MD & CEO will present a snapshot of the evaluation carried out to assess the performance of the Whole-time Director, while recommending the annual increment of the NRC, for its review and approval.

First Energy 2 Private Limited

Annexure 2

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 22 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 2 Private Limited

Sandeep Mandke
Director
DIN: 09619581

Ravi Damaraju
Director
DIN: 09554649

Pune, April 23, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of First Energy 2 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy 2 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

First Energy 2 Private Limited

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 29(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

            (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the 29(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has paid for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159HNBTQY6213
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy 2 Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy 2 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159HNBTQY6213
Place: Pune
Date: May 04, 2026

First Energy 2 Private Limited

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy 2 Private Limited on the financial statements as of and for the year ended March 31, 2026.

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties , as disclosed in Note 3 to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently, does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. The Company has not made any investments, granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Therefore, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans during the year ended March 31, 2026 and there was no unutilized balance of term loan obtained in earlier years as on April 1, 2025. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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 procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159HNBTQY6213
Place: Pune
Date: May 04, 2026

First Energy 2 Private Limited

Balance Sheet as at 31.03.2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3	3,434.94	3,571.83
Financial assets			
(a) Other financial assets	4(a)	5.37	5.37
Deferred tax assets (net)	5(a)	-	-
Income tax assets (net)	5(b)	1.14	0.97
Total non-current assets		**3,441.45**	**3,578.17**
Current assets			
Financial assets			
(a) Trade receivables	6	42.62	43.03
(b) Cash and cash equivalents	7(a)	157.95	78.57
(c) Bank balance other than (b) above	7(b)	99.27	93.31
(d) Other financial assets	4(b)	0.32	0.31
Other current assets	8	8.33	7.26
Total current assets		**308.49**	**222.48**
Total Assets		**3,749.94**	**3,800.65**
Equity and Liabilities			
Equity			
Equity share capital	9	1,153.50	1,153.50
Other equity	10	(129.98)	(121.41)
Total equity		**1,023.52**	**1,032.09**
Liabilities			
Non-current liabilities			
Financial liabilities			
(a) Borrowings	11	2,272.58	2,482.49
Deferred tax liabilities (net)	5(a)	-	-
Total Non-current liabilities		**2,272.58**	**2,482.49**
Current liabilities			
Financial liabilities			
(a) Borrowings	12	399.75	268.09
(b) Trade payables	13		
i) total outstanding dues of micro enterprises and small enterprises		20.36	14.63
ii) total outstanding dues other than (i) above		32.76	2.73
Other current liabilities	14	0.97	0.61
Total current liabilities		**453.84**	**286.07**
Total equity and liabilities		**3,749.94**	**3,800.65**
Summary of material accounting policies	2		

The above balance sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Income			
Revenue from operations	15	419.36	421.48
Other income	16	10.13	16.80
Total income		**429.49**	**438.28**
Expenses			
Finance costs	17	212.18	235.34
Depreciation expense	18	149.77	149.13
Other expenses	19	76.11	68.47
Total expenses		**438.06**	**452.94**
Loss before tax		**(8.57)**	**(14.66)**
Tax expense	**5**		
Current tax		-	-
Deferred tax		-	-
Total tax expense		**-**	**-**
Loss for the year		**(8.57)**	**(14.66)**
Other comprehensive income		-	-
Total comprehensive income for the year		**(8.57)**	**(14.66)**
Loss per equity share			
Basic & Diluted [nominal value per share ₹ 10]	20	**(0.07)**	**(0.13)**
Summary of material accounting policies	2		

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Statement of Profit and Loss referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 134593

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of First Energy 2 Private Limited

Sandeep Mandke
Director
DIN : 09619581
Place : Houston Texas, USA

Ravi Damaraju
Director
DIN : 09554649

Prakash Patil
Chief Executive Officer

Amit Kodere
Chief Financial Officer

Omkar Bhide
Company Secretary

Place: Pune
Date : April 23, 2026

Statement of Cash flows for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A)	**Cash flows from operating activities**		
	Profit/ (loss) before tax	(8.57)	(14.66)
	Adjustments for		
	Depreciation expenses	149.77	149.13
	Finance costs	212.18	235.34
	Interest income from financial assets at amortised cost	(9.59)	(7.78)
	Provision no longer required written back	(0.50)	(8.99)
	Working capital adjustments		
	Decrease / (Increase) in trade receivables	0.41	(1.89)
	Decrease / (Increase) in other financial assets	0.26	(0.26)
	Decrease / (Increase) in other assets	(1.07)	(0.24)
	Increase in trade payables	35.76	4.16
	Increase/ (Decrease) in other liabilities	0.86	(0.55)
	Increase/ (Decrease) in other financial liabilities	-	(1.59)
	Cash generated from operating activities	**379.51**	**352.67**
	Income taxes paid	(0.17)	(0.50)
	Net cash generated from operating activities	**379.34**	**352.17**
B)	**Cash flows from investing activities**		
	Payments for property, plant and equipment	(12.88)	(0.07)
	Proceeds from disposal of property, plant and equipment	-	1.59
	Fixed deposits placed with banks	(5.96)	(5.93)
	Interest received	9.32	7.75
	Net cash flows (used in)/ generated from investing activities	**(9.52)**	**3.34**
C)	**Cash flows from financing activities**		
	Repayment of borrowings	(94.76)	(89.37)
	Interest paid	(195.68)	(228.34)
	Net cash flows used in financing activities	**(290.44)**	**(317.71)**
	Net increase in cash and cash equivalents	**79.38**	**37.80**
	Cash and cash equivalents at the beginning of the financial year	78.57	40.77
	Cash and cash equivalents at the end of the financial year	**157.95**	**78.57**

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

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents (refer note no. 7 (a))	157.95	78.57
Balances as per Statement of Cash Flows	**157.95**	**78.57**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer Note 12 for Net debt reconciliation

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

This is the Statement of Cash Flows referred in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 134593

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 2 Private Limited

Sandeep Mandke
Director
DIN : 09619581
Place : Houston Texas, USA

Ravi Damaraju
Director
DIN : 09554649

Prakash Patil
Chief Executive Officer

Amit Kodere
Chief Financial Officer

Omkar Bhide
Company Secretary

Place: Pune
Date : April 23, 2026

First Energy 2 Private Limited

Statement of changes in equity as at March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A. Equity Share Capital

Particulars	Amount
As at April 1, 2024	**1,153.50**
Issued during the period	-
As at March 31, 2025	**1,153.50**
Issued during the year	-
As at March 31, 2026	**1,153.50**

B Other Equity

Particulars	Retained Earnings	Total
As at April 1, 2024	(106.75)	(106.75)
Loss for the year	(14.66)	(14.66)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	**(121.41)**	**(121.41)**
As at March 31, 2025	**(121.41)**	**(121.41)**
Loss for the year	(8.57)	(8.57)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	**(8.57)**	**(8.57)**
As at March 31, 2026	**(129.98)**	**(129.98)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

This is Statement of Changes in Equity referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 134593

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 2 Private Limited

Sandeep Mandke
Director
DIN : 09619581
Place : Houston Texas, USA

Ravi Damaraju
Director
DIN : 09554649

Prakash Patil
Chief Executive Officer

Amit Kodere
Chief Financial Officer

Omkar Bhide
Company Secretary

Place: Pune
Date : April 23, 2026

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy 2 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on March 30, 2022, under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in business as a producer of solar power.

The address of the Company's registered office is 7th Floor, fountainhead Tower 1, Viman Nagar, Pune - 411014 India. The Board of Directors have authorized to issue these financial statements on April 23, 2026. The CIN of the Company is U40300PN2022PTC209863.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied to the consumers to consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in power purchase agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

At the end of each reporting period, the Company updates the estimated transaction price to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period. The Company accounts for such changes in the transaction price (including claims). Consideration / claim payable to a customer includes cash amounts that an entity pays to the customer. The Company accounts for consideration payable to a customer as a reduction of the transaction price and, therefore, of revenue unless the payment to the customer is in exchange for a distinct good or service that the customer transfers to the entity. The consideration payable to a customer includes a variable amount.

Variable consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

b. Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15

c. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs pertaining to qualifying assets are presented as part of financing activities in Statement of Cash Flows.

d. Deferred Tax

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

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

are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss. There are currently no debt securities which are carried at FVTPL.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Borrowings are classified as current liabilities unless, at the end of the reporting period, the group has a right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Property, plant and equipment (PPE)

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Income recognition

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the Statement of Profit and Loss.

e. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

f. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

g. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

h. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value, less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of Profit and Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

i. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects

some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

j. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

k. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

l. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

m. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Impairment of property, plant and equipment

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected generation based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would lead to recoverable amount and conclusion on impairment assessment.

ii. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

iii. Deferred taxes

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

2.6 Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3. Property, plant and equipment (including capital work-in-progress)

Particulars	Land Freehold	Solar Power Plant	Total
Gross carrying amount:			
As at April 1, 2024	**103.26**	**3,768.95**	**3,872.21**
Additions	-	-	-
Deductions	-	1.59	1.59
As at March 31, 2025	**103.26**	**3,767.36**	**3,870.62**
Additions	-	12.88	12.88
Deductions	-	-	-
As at March 31, 2026	**103.26**	**3,780.24**	**3,883.50**
Accumulated Depreciation			
As at April 1, 2024	-	149.66	149.66
For the year	-	149.13	149.13
As at March 31, 2025	**-**	**298.79**	**298.79**
For the year	-	149.77	149.77
As at March 31, 2026	-	448.56	448.56
Net carrying amount:			
As at March 31, 2026	**103.26**	**3,331.68**	**3,434.94**
As at March 31, 2025	**103.26**	**3,468.57**	**3,571.83**

i) See note 11 for information on property, plant and equipment pledged as security by the Comp.any.

ii) See note 21 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

4(a). Other financial assets (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits	5.37	5.37
Total	**5.37**	**5.37**

4(b) Other Financial Assets (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest accrued on fixed deposits	0.32	0.05
Other receivables	-	0.26
Total	**0.32**	**0.31**

5(a). Deferred tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax asset		
Losses available for offsetting against future taxable income	442.18	375.67
Others	1.06	-
Total	**443.24**	**375.67**
Deferred tax liability		
Property, plant and equipment	(430.44)	(362.54)
IND AS Impact on borrowings	(12.80)	(13.13)
Total	**(443.24)**	**(375.67)**
Net Deferred tax asset/ (liability)	**-**	**-**

The Company has tax losses of Rs 0.17 lakhs (March 31,2025 :Rs. 0.67 lakhs) that are available for offsetting of future taxable profits. Deferred tax assets has not been recognised in respect of these losses as they may not be used to offset taxable profits elsewhere in the Company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Company is able to recognise all unrecognised deferred tax assets, the retained earnings for the year would have increased by Rs. 0.03 lakhs (March 31, 2025: Rs. 0.11 lakhs).

Particulars	Expiry date (Year Ending March 31)	As at March 31, 2026		As at March 31, 2025	
		Amount	Tax Impact	Amount	Tax Impact
Unabsorbed depreciation	No expiry period	0.17	0.03	0.67	0.11
Total		**0.17**	**0.03**	**0.67**	**0.11**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax expense	-	-
Deferred tax charge	-	-
Total	**-**	**-**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Loss before tax	(8.57)	(14.66)
Income tax rate	17.16%	17.16%
Expected tax expense / (credit)	(1.47)	(2.52)
Deferred tax asset pertaining to previous year created during the year	(0.08)	2.52
Other	1.55	-
Total tax expense	**-**	**-**

5(b). Income tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	0.97	0.47
Add: Taxes paid during the year including withholding tax	0.17	0.82
Less: Income tax refund received	-	(0.32)
Closing balance	**1.14**	**0.97**

6. Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables	42.62	43.03
- Unbilled*	42.62	43.03
- Billed	-	-
Total	**42.62**	**43.03**
Break-up for security details:		
Trade receivables considered good - Unsecured	42.62	43.03
Trade receivables which have a significant increase in credit risk	-	-
Trade receivables- credit impaired	-	-
	42.62	**43.03**
Less: impairment allowance	**-**	**-**
Total	**42.62**	**43.03**

No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person nor any trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivables is 'unbilled' because the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Trade Receivables ageing:

As at March 31, 2026

Particulars/ Projects	Unbilled	Not due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables- considered good	42.62	-	-	-	-	-	-	42.62
Total	**42.62**	**-**	**-**	**-**	**-**	**-**	**-**	**42.62**

First Energy 2 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

As at March 31, 2025

Particulars/ Projects	Unbilled	Not due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables-considered good	43.03	-	-	-	-	-	-	43.03
Total	**43.03**	**-**	**-**	**-**	**-**	**-**	**-**	**43.03**

7(a). Cash and Cash Equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with Bank		
- in current accounts	75.13	23.12
- in deposits with original maturity of less than three months	82.82	55.45
Total	**157.95**	**78.57**

7(b) Other bank balances

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with bank		
Deposits with original maturity of more than three months but less than twelve months*	99.27	93.31
Total	**99.27**	**93.31**

*Includes Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract amounting to INR 99.27 lakhs (Previous year: INR 93.31 lakhs).

8. Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	8.33	7.26
Total	**8.33**	**7.26**

9. Equity Share capital

a) Authorised Equity Share Capital

Equity shares of ₹ 10 each

Particulars	No. of shares	Amount
As at April 1, 2024	**12,000,000**	**1,200.00**
Increase during the year	-	-
As at March 31, 2025	**12,000,000**	**1,200.00**
Increase during the year	-	-
As at March 31, 2026	**12,000,000**	**1,200.00**

b) Issued, Subscribed and Fully Paid up Share Capital

Equity shares of ₹ 10 each

Particulars	No. of shares	Amount
As at April 1, 2024	**11,535,005**	**1,153.50**
Changes during the year	-	-
As at March 31, 2025	**11,535,005**	**1,153.50**
Changes during the year	-	-
As at March 31, 2026	**11,535,005**	**1,153.50**

c) Terms/Rights attached to the equity shares

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

d) Equity shares held by holding company

Name of the Company	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Private Limited (including 6 shares held by nominee shareholders)*	8,535,005	853.50	8,535,005	853.50
Equity shares of Rs 10 each				

*Refer note 11 for pledge of shares of the holding company

e) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited		
% Holding	73.99%	73.99%
No. of shares	8,535,005	8,535,005
(ii) Sudarshan Colorants India Limited (Previously known as Heubach Colorants India Limited)		
% Holding	26.01%	26.01%
No. of shares	3,000,000	3,000,000

f. Shares held by promoters at the end of the year

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited	8,535,005	73.99%	8,535,005	73.99%	-

g) Aggregate number of shares issued for consideration other than cash :

There were no buy back of shares/issue of shares for consideration other than cash during the period of five years immediately proceeding the reporting date.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

10. Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained earnings		
Opening Balance	(121.41)	(106.75)
Add : Loss for the year	(8.57)	(14.66)
Total	**(129.98)**	**(121.41)**

11 (a). Borrowings (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans from Bank		
Indian rupee loans from banks*	2,388.33	2,484.12
Less: Current maturities of long-term borrowings (included in current borrowings)	115.75	113.31
	2,272.58	**2,370.81**
Unsecured loans		
From holding company	119.42	203.58
Less: Current maturities of long-term borrowings (included in current borrowings)	119.42	91.90
	-	111.68
Total	**2,272.58**	**2,482.49**

* After considering unamortised transaction cost of Rs.74.56 lakhs as at March 31, 2026 (March 31, 2025: Rs 76.49 lakhs)

Aggregate secured borrowings	2,272.58	2,370.81
Aggregate unsecured borrowings	-	111.68

(a) Loans are measured at amortised cost

Particulars	Maturity date	Terms of payment	Interest rate	As at March 31, 2026	As at March 31, 2025
Indian rupee loan from Yes Bank Ltd	June 30, 2042	76 structured quarterly Instalment started from September 30, 2023	3 Month T-Bill + 1.97% Spread	2,388.33	2,484.12
Loan from holding company	September 30, 2026	Repayable on maturity date	8.60%	119.42	111.68

Note: As at March 31, 2026 and March 31, 2025, the Company has not complied with some of the covenants under loan agreements in respect of secured borrowings from bank of Rs 2,388.33 lakhs (March 31, 2025 - Rs 2,484.12 lakhs). However, the Company has received waiver from the Bank that the said borrowing will not be recalled as a consequence of such breach.

Details of Security

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the project (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of the total shares of the Company, held by the holding company.

12. Borrowings (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Current maturities of long term borrowings	115.75	113.31
Unsecured loans		
Loan from holding company	164.58	62.88
Current maturities of loan from holding company	119.42	91.90
Total	**399.75**	**268.09**
Aggregate secured borrowings	115.75	113.31
Aggregate unsecured borrowings	284.00	154.78

Unsecured borrowings:

Details	Maturity date	Terms of payment	Interest rate	As at March 31, 2026	As at March 31, 2025
Loan from Holding Company	June 22, 2026 (Previous year - June 27, 2025)	Single payment at end of term	7.42% (Previous year - 8.45%)	66.93	62.88
Loan from holding company	June 30, 2026 (Previous year - September 30, 2025)	Repayable on maturity date	7.37% (Previous year - 8.60%)	97.65	91.90

Net debt reconciliation:

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings	(2,672.33)	(2,750.59)
Cash and cash equivalents	157.95	78.57
Other bank balances	99.27	93.31
Net debt	**(2,415.11)**	**(2,578.71)**

Particulars	Other assets		Liabilities from financing activities	Total
	Cash and cash equivalents	Other bank balances	Borrowings including accrued interest	
Net debt as at April 1, 2024	**40.77**	**87.38**	**(2,832.96)**	**(2,704.81)**
Cash flows	37.80	5.93	89.37	133.10
Interest capitalized	-	-	(235.34)	(235.34)
Interest paid	-	-	228.34	228.34
Net debt as at March 31, 2025	**78.57**	**93.31**	**(2,750.59)**	**(2,578.71)**
Cash flows	79.38	5.96	94.76	180.10
Interest cost	-	-	(212.18)	(212.18)
Interest paid	-	-	195.68	195.68
Net debt as at March 31, 2026	**157.95**	**99.27**	**(2,672.33)**	**(2,415.11)**

First Energy 2 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

13. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises (Refer note 27)	20.36	14.63
Total outstanding dues of creditors other than micro enterprises and small enterprises		
i) Related parties (Refer note 22)	7.62	-
ii) Others	25.14	2.73
Total	**53.12**	**17.36**

Ageing schedule for trade payables

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	14.07	-	6.19	-	-	0.10	20.36
(ii) Others	9.40	0.17	22.97	0.22	-	-	32.76
Total	**23.47**	**0.17**	**29.16**	**0.22**	**-**	**0.10**	**53.12**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	14.40	0.12	0.01	-	0.10	-	14.63
(ii) Others	2.51	0.09	0.13	-	-	-	2.73
Total	**16.91**	**0.21**	**0.14**	**-**	**0.10**	**-**	**17.36**

14. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory tax payables	0.97	0.61
Total	**0.97**	**0.61**

15. Revenue from operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contract with customers:		
Sales of Products		
Revenue from power supply	419.36	421.48
Total	**419.36**	**421.48**

Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	419.36	421.48
At a point-in-time basis	-	-
Total revenue from contracts with customers	**419.36**	**421.48**
ii) Revenue by geographical market:		
Within India	419.36	421.48
Outside India	-	-
Total revenue from contracts with customers	**419.36**	**421.48**

iii) Reconciliation between revenue recognised in Statement of profit and loss and contract price

There is no variation between revenue recognised in Statement of Profit and Loss and contract price.

iv) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

16. Other income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income from financial assets at amortised cost	9.59	7.78
Provision no longer required written back	0.50	8.99
Interest on income tax refund	0.04	0.03
Total	**10.13**	**16.80**

17. Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on financial liabilities measured at amortised cost		
- to bank	192.69	215.21
- to holding company	19.49	20.13
Total	**212.18**	**235.34**

18. Depreciation expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	149.77	149.13
Total	**149.77**	**149.13**

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

19. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Operation & maintenance charges	23.55	24.63
Site expenses	12.25	7.22
Electricity charges	8.32	7.64
Rates and taxes	2.34	2.74
Insurance	6.24	6.62
Travelling and conveyance	0.01	0.54
Communication expenses	-	0.01
Printing and stationery	-	0.02
Technical charges	2.78	1.71
Professional charges	8.38	5.91
Director sitting fees	3.30	3.30
Auditor's remuneration (refer below note)	0.59	0.59
Management fees	8.03	7.38
Miscellaneous expenses	0.32	0.16
Total	**76.11**	**68.47**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current and previous year.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory audit fees (Including GST)	0.59	0.59
Total	**0.59**	**0.59**

20. Loss per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Loss attributable to the Equity shareholders of the Company	(8.57)	(14.66)
Weighted average number of equity shares of Rs. 10/- each	11,535,005	11,535,005
Basic and Diluted loss per share	**(0.07)**	**(0.13)**

21. Contingent Liabilities and commitments

Contingent liabilities

There are no liabilities of contingent nature.

Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is NIL. (March 31, 2025: NIL)

22. Related party disclosures

A Holding Company

First Energy Private Limited

B Ultimate Holding Company

RDA Holding Private Limited

C Intermediate Holding Company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Entities under common control with whom transactions have taken place

Jalansar Wind Energy Private Limited

Kanakal Wind Energy Private Limited

E Key management personnel:

1 Mr. Prakash Patil - Chief Executive Officer

2 Mr. Omkar Bhide - Company Secretary (w.e.f. May 02, 2024)

3 Mr. Amit Kodre - Chief Financial Officer (w.e.f. January 23, 2025)

4 Mr. Ravi Damaraju - Director

5 Mr. Sndeep Mandke - Director

6 Mr. Sanjay Parande - Independent Director

7 Mr. Ashok Joshi - Independent Director

8 Mr. Abhishek Kangokar - Chief Financial Officer (w.e.f. May 2, 2024 to July 22, 2024)

9 Mr. Mitish Somani - Director (till April 5, 2024)

F Transactions with Related parties:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
With Immediate holding company		
First Energy Private Limited		
Interest on loan	19.49	20.13
Reimbursement of expenses (inclusive of reimbursement of capital expenditure)	0.03	-
Management fees	8.03	7.38
Entities under common control		
Jalansar Wind Energy Private Limited		
Reimbursement of expenses received	-	0.53
Kanakal Wind Energy Private Limited		
Reimbursement of expenses received	-	0.26
Key management personnel compensation		
Short term employee benefits (Directors' sitting fees)	3.30	3.30

G Outstanding balances

Particulars	As at March 31, 2026	As at March 31, 2025
Immediate Holding Company		
First Energy Private Limited		
Trade Payables	7.62	-
Borrowing	284.00	266.46
Entities under common control		
Kanakal Wind Energy Private Limited		
Other Receivable	-	0.25

H Terms and conditions for outstanding balances

All outstanding balances are unsecured, interest free except for borrowings, and payable in cash. For details of interest on borrowings, refer note 11.

The transaction and balance with the related parties disclosed above are inclusive of goods and service tax wherever applicable.

23. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payable	53.12	17.36
Borrowing	2,672.33	2,750.58
Total	**2,725.45**	**2,767.94**
Current liabilities	452.87	285.45
Non-current liabilities	2,272.58	2,482.49
Total	**2,725.45**	**2,767.94**

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	42.62	43.03
Cash and cash equivalents	157.95	78.57
Bank balances other than cash and cash equivalents	99.27	93.31
Other financial assets	5.69	5.68
Total	**305.53**	**220.59**
Current assets	300.16	215.22
Non-current assets	5.37	5.37
Total	**305.53**	**220.59**

The carrying value of trade receivables, cash and cash equivalents, bank balances, other financial assets, trade payables are considered to be the same as their fair values, due to their short term nature.

Security deposits held by the Company are interest bearing instrument. Hence, carrying value of such deposits are considered to be the same as their fair values.

The management has further assessed that carrying value largely due to the interest rates being variable or in case of fixed rate borrowings, movement in interest rates from the recognition of such financial instrument till period end not being material.

24. Financial risk management

The Company's principal financial liabilities, comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, and cash and cash equivalents that derive directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

Management of the Company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. Management of the Company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and currency risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

The sensitivity analyses in the following sections relate to the position as at March 31, 2026 and March 31, 2025.

a 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 exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	March 31, 2026	March 31, 2025
Variable rate borrowings	2,388.33	2,484.12

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's Profit/loss before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	March 31, 2026	March 31, 2025
Interest rates - Increase by 25 basis points (March 31, 2025 -25 basis points)	(6.23)	(6.48)
Interest rates - Decrease by 25 basis points (March 31, 2025 -25 basis points)	6.23	6.48

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the current year and comparative period and hence not exposed to any foreign currency risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities including deposits with banks.

Expected credit loss for

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit ratings and risk of potential default based on defined credit risk parameters. An impairment analysis is performed based on expected credit loss model at each reporting date. The calculation is based on losses as per historical data and forward looking information. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in notes above. There is no charge of impairment to Statement of Profit and Loss in the current and previous year.

Balance with banks

Credit risk from balances with banks is managed by the Parent Company's finance department in accordance with the Company's

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

Other financial assets carried at amortised cost

The Company's other financial assets comprise security deposits held with state electricity authorities, which carry low credit risk. Accordingly, no loss allowance has been recognised.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summaries the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

March 31, 2026	< 1 year	1 to 3 year	3 to 5 year	>5 years	Total
Non- derivative					
Borrowings	399.75	207.82	222.90	1,916.43	2,746.90
Trade Payables	53.12	-	-	-	53.12

March 31, 2025	< 1 year	1 to 3 year	3 to 5 year	>5 years	Total
Non- derivative					
Borrowings	268.09	305.67	209.98	1,988.33	2,772.07
Trade Payables	17.36	-	-	-	17.36

25. Analytical ratios

Sr. No.	Particulars	Numerator	Denominator	For the Year ended March 31, 2026	For the year ended March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current Assets	Current Liabilities	0.68	0.78	-13%	Not applicable
2	Debt-Equity Ratio	Total Debt	Shareholders' Equity	2.61	2.67	-2%	Not applicable
3	Debt Service Coverage Ratio	Earnings available for debt service (Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt Service (Interest & Lease Payments + Principal Repayments)	1.15	1.14	1%	Not applicable
4	Return on Equity	Net Profit/ (loss) after taxes	Average Shareholder's Equity	-0.83%	-1.41%	41%	Refer note (i)
5	Return on investment	Investment income	Average investment	6.00%	6.00%	0%	Not applicable
6	Trade payables turnover Ratio	Net Credit Purchases	Average Trade Payables	2.16	4.48	-52%	Refer note (iii)
7	Return on Capital employed	Earning before interest and taxes	Capital Employed	5.51%	5.83%	-6%	Not applicable
8	Trade Receivables turnover Ratio	Total Sales	Average Trade Receivable	9.79	10.01	-2%	Not applicable
9	Net capital turnover Ratio	Total Sales	Working Capital	-2.89	-6.63	56%	Refer note (ii)
10	Net Profit Ratio	Net Profits/(loss) after taxes	Revenue	-2.04%	-3.48%	41%	Refer note (i)

Capital employed = Tangible Net worth + total debt

Working Capital = Current assets less Current liabilities

Average = (Opening + Closing)/2

Notes :

(i) The return on equity and net profit ratio have been improved due to decrease in overall expenses, primarily driven by lower finance costs during the year.

(ii) Decrease in net capital turnover ratio is attributable to increase in current borrowing as per contractual arrangement with holding company.

(iii) The decrease in the trade payable turnover ratio is due to an increase in deviation charges accrued at year-end, based on estimates shared by the vendor.

26. Capital management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

	As at March 31, 2026	As at March 31, 2025
Borrowings including accrued interest	2,672.33	2,750.59
Less: Cash and cash equivalents (includes other bank balances)	257.22	171.88
Net debt	**2,415.11**	**2,578.71**
Equity	1,023.52	1,032.09
Net Debt to Equity	**2.36**	**2.50**

There is no material variation in debt to equity ratio.

Loan Covenants

The Borrower shall, during the entire tenor of the Facility, ensure that:

(a) Debt to Equity ratio of 70:30;

(b) Debt Service Coverage Ratio (DSCR) does not fall below 1.10 and;

(c) Fixed Asset Coverage Ratio to Security cover to be maintained at minimum 1.2x and;

(d) Debt/Tangible Net worth is less than or equal to 2.33

Financial Covenant are tested based on the audited financial statements annually within a period of 6 (six) months from the end of the relevant Financial Year.

Some of the debt covenants were not complied as at March 31, 2025 and March 31, 2026, refer note 11 for details.

27. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

Sr. No.	Particulars	As at March 31, 2026	As at March 31, 2025
a)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
	- Principal amount outstanding (whether due or not) to micro and small enterprises	20.36	14.63
	- Interest due thereon	0.06	0.02
b)	The amount of interest paid by the Company 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.	-	-
c)	The amount of payment made to the supplier beyond the appointed day during the year.	16.89	2.32
d)	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.	0.31	0.05
e)	The amount of interest accrued and remaining unpaid at the end of each accounting year	0.38	0.07
f)	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.	0.50	0.13

28. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment. 100% of the revenue of the Company is from single customer.

29. Other statutory information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current and previous year.

(iv) There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

a. 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

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

(ix) Borrowing secured against current assets: The group has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the group with banks and financial institutions are in agreement with the books of accounts.

30. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

31. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements of record retention.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 134593

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 2 Private Limited

Sandeep Mandke
Director
DIN : 09619581
Place : Houston Texas, USA

Ravi Damaraju
Director
DIN : 09554649

Prakash Patil
Chief Executive Officer

Amit Kodere
Chief Financial Officer

Omkar Bhide
Company Secretary

Place: Pune
Date : April 23, 2026

First Energy 3 Private Limited

Board of Directors
Ravi Damaraju
Sandeep Mandke
Sanjay Parande
Ashok Joshi

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014.

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
Anjali Lothe - CEO
Ashish Kumar - CFO
(Ceased w.e.f October 31, 2025)
Ankita Shah- CFO (w.e.f January 22, 2026)
Veda Pathak - CS
(Ceased w.e.f. January 29, 2026)

Bankers
IDFC Bank
NIIF Infrastructure Finance Limited

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure in presenting the Fourth Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	4232.18	3,850.9
Profit before finance cost, depreciation, and tax	3619.56	3,356.2
Finance Cost	2731.95	3,138.0
Profit before depreciation and tax	887.61	218.2
Depreciation and impairment	1586.69	1,571.2
Profit/(Loss) before tax	(699.07)	(1,353.0)
Profit/(Loss) after tax	(699.07)	(1,353.0)

State of Company's Affairs

The hybrid project of 25MW (24.3MW Wind & 27.5MWp Solar) was commissioned in the State of Gujarat in June 2023 and has been in stable operation since commissioning.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves.

During the year, the Company has not transferred any amount to the General Reserve.

Share Capital

During the year there were no changes in the capital structure of the Company. The Paid-up Share Capital of the Company is Rs. 99,80,90,000/- divided into 9,98,09,000 Equity shares of Rs.10/- each. The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors, or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Renewable Energy business and has drawn a mitigation plan to address the same –

- **Land Risk :** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources :** This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also collaborates with competent local infra partners and engages with experienced and capable service partners.
- **Renewable Sources and Grid Availability :** The risk identified by the Company is lower generation on account of lower radiation, wind speed, Grid curtailments and failures. The Company continuously studies the radiation levels and Wind Resources Assessment with historical data from reliable sources and accordingly sizes the plant and the financial models for arriving at the right tariff for the available conditions. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- **Plant Uptime and Soiling Losses :** This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using waterless robotic technology for cleaning modules and therefore manpower dependency is reduced. The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety .

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication: HSE Moment/Lessons Learnt – Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors, and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training : HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors
- HSE Digitalization : HSE digital software implemented for hazard reporting, at risk behavior reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sandeep Mandke (DIN: 09619581) retires by rotation and being eligible offers, himself for re-appointment. The proposal of re-appointment forms part of the Notice of the Fourth AGM of the Company.

During the year, the following changes took place in the Directors and Key Managerial Personnel(s) of the Company.

- Mr. Ashish Kumar resigned as the Chief Financial Officer and Key Managerial Personnel of the Company with effect from October 31, 2025.
- Ms. Ankita Shah was appointed as the Chief Financial Officer and Key Managerial Personnel of the Company with effect from January 22, 2026.
- Ms. Veda Pathak resigned as the Company Secretary and Key Managerial Personnel of the Company with effect from January 29, 2026.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance and of its individual Directors.

Policy on appointment and remuneration of directors and key managerial personnel

The Board has adopted a policy on selection and appointment of Directors and remuneration of Directors, KMPs and employees. The Directors do not receive any remuneration except independent directors who are entitled to sitting fees as approved by the Board for each Board/Committee meeting attended. A detailed policy is annexed herewith as Annexure 1 and forms part of this report.

Declaration by Independent Directors

The Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have also confirmed that their names have been added in the data bank maintained by the Indian Institute of Corporate Affairs for independent directors, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, every individual whose name is so included in the data bank shall pass an online proficiency self-assessment test. However, an individual who has fulfilled the criteria prescribed in Rule 6(4) of the said Rules, is exempted from passing the online proficiency self-assessment test. In view of the same, Mr. Sanjay Parande, having met the aforesaid criteria, was exempted from the proficiency self-assessment test and Mr. Ashok Joshi has passed the proficiency self-assessment test.

The Board is of the opinion that the Directors of the Company are eminent persons with integrity and have necessary expertise and experience to continue to discharge their responsibilities as Directors of the Company.

Board Meetings

During the year, the Board met four times on April 28, 2025, July 23, 2025, November 3, 2025, and January 22, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Independent directors meeting

During the year under review, the independent directors met once on January 21, 2026, where all independent directors were present inter alia to review the performance of the Board and non-independent directors of the Company.

Committees of the Board

The Board has constituted the following committees viz. Audit Committee and Nomination and Remuneration Committee.

Audit Committee

The Audit Committee as on March 31, 2026, comprises of all directors being non-executive directors viz Mr. Sanjay Parande as the Chairman and Mr. Ashok Joshi & Mr. Sandeep Mandke as members of the committee.

The committee met four times during the year on April 8, 2025, July 23, 2025, November 3, 2025, and January 22, 2026. Further, all the recommendations made by the audit committee were accepted by the Board.

Nomination & Remuneration Committee

The Nomination & Remuneration Committee of the Board of Directors was constituted on December 23, 2022. The committee as on March 31, 2026, comprises of all directors being non-executive directors viz Mr. Ashok Joshi as the Chairman and Mr. Sanjay Parande & Mr. Ravi Damaraju as members of the committee. During the year, the committee met on January 22, 2026.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Audit Committee for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 2 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the Company has complied with the requirement for maintenance of cost records.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar, Wind and associated Renewable energy generation sources for commercial & industrial customers.

As a part of its "Build-Green" initiatives, the Company has installed solar powered Robots to clean the solar modules at the Opex projects thus ensuring waterless cleaning. In the case of Technology absorption, the Company used higher rated (540 & 550Wp) Monoperc PV models with better efficiency. The structure is designed to withstand the wind load. Robot technology is being adopted for cleaning the modules and this will help to conserve water and reduce soiling losses.

In the case of Technology absorption, the Company used higher rated (>540Wp) Monoperc PV modules with better efficiency, a structure designed to string type Solar Inverters designed for outdoor installation.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the Company will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company. The information is also available for inspection at the registered office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of Companies Act, 2013 as on March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of one-time settlement with any Bank or Financial Institution.

Vigil mechanism

The Company has adopted the Whistle Blower Policy of Thermax Limited, its Ultimate Holding Company, which enables directors and employees to report genuine concerns in an ethical and transparent manner.

Auditors

Statutory Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five years from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Secretarial Auditors

In accordance with the provisions of Section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ladda Bhutada & Associates, Company Secretaries, Pune, to undertake the secretarial audit of the Company for FY 2025-26. The Secretarial Audit Report for FY 2025-26 is attached as Annexure 3 to this Report.

The Secretarial Audit Report does not contain any qualifications, reservations, adverse remarks or disclaimers.

Internal Auditors

The Board has appointed Mr. Tushar Dahale, Chartered Accountant as the Internal auditor of the Company.

Changes in the Regulatory Provisions and its impact on the business:

During the year, the below changes were made to the Regulatory Provisions:

- Ministry of Power notified an amendment to the Electricity Rules 2005 to clarify that the minimum 26% equity and minimum 51% consumption is to be maintained by SPVs as well, in addition to AoPs. Further, consumption by Holding Company or its subsidiaries in addition to the subsidiary of the SPV, shall qualify as captive consumption. The prevailing requirement of consumption proportional to the equity shareholding has been modified and the consumption is now required to be maximum equal to the equity shareholding. Any energy wheeled more than the equity share will be treated as non-captive and shall attract Cross Subsidy Surcharge and Additional Surcharge. As we have been following the 26-74% from the beginning this change has no impact on the captive compliance. Due to variation in generation of each Wind turbine, minor variance in consumption proportion is expected amongst the consumers, which can be left as it is to be borne by the consumers or if mutually agreeable, the equity shareholding to be reallocated in proportion to the estimated share in generation. Either ways, there is no impact on the SPV except

facilitating the share transfers if the captive consumers so wish to proceed and raising the Authorised Capital of the SPV to handle any additional subscription by any of the consumers.

- Early in the year, Gujarat Electricity Regulatory Commission (GERC) released tariff order for FY 2025-26, providing for 60 paise rebate in solar hours and 45 paise peak surcharge. GERC also notified Additional Surcharge (ASC) for non-captive consumers in the range of Rs. 1/ unit (Oct'25 - Mar'26). Inspite of solar hour discounts, and peak hour surcharges, due to banking provisions, captive savings continue to remain attractive for existing customers. Further, higher ASC enhances captive savings in comparison to 3rd party open access transactions, making captive investments more lucrative.
- Lastly, the new Integrated RE Policy 2025 policy mandates battery in form of Energy Storage Obligations (ESOs) for Discoms, Captive and Open Access consumers and Projects are allowed longer lead times for project commissioning. This opens opportunities for battery projects and battery augmentation.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
First Energy 3 Private Limited

Ravi Damaraju
Director
DIN: 09554649

Sandeep Mandke
Director
DIN: 09619581

Pune, April 23, 2026

First Energy 3 Private Limited

Annexure - 1

Policy on Selection and Appointment of Directors and Remuneration of Directors, KMPs and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Non-Executive Directors (NEDs), based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict-of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration:

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD, WTD & CEO:

i. At the time of appointment or re-appointment, the Managing Director (MD), Whole Time Director (WTD) and Chief Executive Officer (CEO) shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the MD, WTD and CEO within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD, WTD and CEO is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure/consider the following:

relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD, WTD and CEO, the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component.

(ii) The division is based on the fixed salary and performance bonuses.

(iii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

Based on the Annual Business Plan prepared, Individual Contribution Plan (ICP) is prepared by the Senior Management which is agreed upon. It broadly contains certain targets for strategic objectives, operational excellence-oriented initiatives, and business deliverables. The actual performance of individual repartee will be discussed by the MD and CEO at the year's end. Based on the appraisal and overall performance of the Company and after considering the market trends, suitable increments/variable pay shall be decided by the MD and CEO.

The MD & CEO will present a snapshot of the evaluation carried out to assess the performance of the Whole-time Director, while recommending the annual increment of the NRC, for its review and approval.

Annexure 2

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 28 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 3 Private Limited

Sandeep Mandke
Director
DIN: 09619581

Ravi Damaraju
Director
DIN: 09554649

Pune, April 23, 2026

First Energy 3 Private Limited

Annexure - 3

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED March 31, 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,

FIRST ENERGY 3 PRIVATE LIMITED

Regd. Office Address: 7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune, 411014 Maharashtra, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. First Energy 3 Private Limited** bearing **CIN: U40100PN2022PTC211607** (hereinafter called 'the Company'). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Report on Secretarial Records and Compliances made thereunder

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

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

i. The Companies Act, 2013 (the Act) and the rules made there under;

ii. The Securities Contracts (Regulation) Act, 1956, (SCRA) and the rules made thereunder; Not applicable

iii. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, and the Regulations and Bye-laws framed thereunder; Not applicable

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings; Not applicable

v. The Company is not listed on any Stock Exchange in India hence the Acts, Regulations, Guidelines etc., related to SEBI were not applicable to the Company:

vi. As per the management representation no other laws applicable except mentioned below specifically to the Company during the audit period:

   (a) The Indian Contract Act, 1872

   (b) The Income Tax, 1961

   (c) The Goods and Service Tax Act, 2017

   (d) The Electricity Act, 2003

   (e) The Indian Stamp Act, 1899 and The Maharashtra Stamp Act, 1958

   (f) The Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2017 and The Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Rules, 2018.

   (g) The Factories Act, 1948 and other allied State wise Factories Rules wherever the sites are located.

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

(i) Secretarial Standards as issued and notified by The Institute of Company Secretaries of India relating to Board Meetings and General Meetings: During the Year ended March 31, 2026, the Company has complied with the applicable clauses of Secretarial Standards (SS-1 and SS-2) issued by the Institute of Company Secretaries of India and it was noted that the Company has complied with the same to the extent possible.

(ii) The Listing agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited and Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015; Not applicable

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company has been duly constituted with proper balance of Non-Executive and Independent Directors, the changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

   1.1. Mr. Ravi Damaraju (DIN: 09554649) who was eligible to retire by rotation has been re-appointed as a director of the company in the annual general meeting held on July 22, 2025.

   1.2. Mr. Ashish Kumar (PAN: AKRPK9087C), who was appointed as Chief Financial Officer (CFO) on July 22, 2024 tendered resignation on October 31, 2025.

   1.3. Ms. Ankita Shah (PAN: DKKPS2180E) has been appointed as the Chief Financial Officer (CFO) and Key Managerial Personnel (KMP) of the Company on the recommendation of Nomination and Remuneration Committee by the Board w.e.f. January 22, 2026.

   1.4. Ms. Veda Pathak (Membership No.: A67023) tendered resignation from the post of Company Secretary and KMP effective from close of business hours of January 29, 2026.

2. Adequate notice(s) have been given to all directors to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance and, in case of shorter notice, compliance as required under the Act has been made by the Company and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

3. All the decisions in the board meetings were carried through by majority while there were no dissenting member's views and hence not captured and recorded as part of the minutes.

We further report that there are adequate systems and process in the Company commensurate with the size and operations of the Company to monitor and ensure compliances with the applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company has following events /actions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards & guidelines, if any, as may be referred to above:

i. Pursuant to transfer of shares at end of March 2025 in dematerialized form, from one nominee to another nominee, the Company has filed prescribed e-form for the change of nominee under section 89 with the Registrar.

ii. The Members at the General Meeting on May 23, 2025 have approved alteration to Articles of Association by way of special resolution.

iii. According to Sub-section 4 of Section 203 of the Companies Act, 2013 and relevant rules, if the office of any whole-time key managerial personnel is vacated, the resulting vacancy shall be filled-up by the Board at a meeting of the Board within a period of six months from the date of such vacancy. Mr. Ashish Kumar (PAN: AKRPK9087C) CFO and KMP of the Company resigned w.e.f. October 31, 2025, and the vacancy was duly filled by appointment of Ms. Ankita Shah CFO and KMP of the company w.e.f. January 22, 2026.

iv. In line with the provisions of section 204 of the Companies Act, 2013, the Company has appointed M/s. Ladda Bhutada & Associates, Company Secretaries Firm as Secretarial Auditor for FY 2025-26 in the board meeting held on April 28, 2025.

v. The Internal Auditor – Mr. Satish Jayaram, Chartered Accountant, of the Company has tendered his resignation w.e.f. July 22, 2025. Further, in line with the provisions of section 138 of the Companies Act, 2013, the Company has appointed Mr. Tushar Dahale, Chartered Accountant as Internal Auditor w.e.f. July 23, 2025.

vi. The Company shifted its registered office address from Unit No 601, Cello Platina, FC Road, Pune - 411005 to 7th Floor, Fountainhead Tower 1, Viman Nagar, Pune - 411014 within the local limits of the city w.e.f. January 22, 2026.

vii. In line with the provisions of section 82 of the Companies Act, 2013, the Company filed satisfaction of charge for the term loan of ₹295 Crores and bank guarantee facility ₹15 Crore vide form CHG-4 in May 2025 post receiving "no dues certificate" from the charge-holder. Further pursuant to the provisions of section 77 of the Companies Act, 2013, the Company filed modification of charge for the term loan of ₹305 Crores vide form CHG-1 in November 2025.

viii. The Board Committees, namely Audit Committee and Nomination and Remuneration Committee have been constituted and have met four (4) times and one (1) time respectively.

For Ladda Bhutada And Associates,
Company Secretaries,
ICSI Unique Code: P2009MH019500
Peer Review Cert. No.: 3288/2023

Pramodkumar Ladda
Partner
FCS: 7326; COP No.: 8006
ICSI UDIN: F007326H000213323

Date: **April 27, 2026 (Vaishakh Mahina, Saka 1948)**

Place: **Pune**

Note: *This report is to be read with Annexure A, which forms an integral part of this report.*

First Energy 3 Private Limited

Annexure-A'

To the Secretarial Audit Report

For the financial year ended March 31, 2026

To,

The Members,

FIRST ENERGY 3 PRIVATE LIMITED

Regd. Office Address: 7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune, 411014 Maharashtra, India

Our Secretarial Audit report for the financial year ending March 31, 2026, of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to Secretarial Compliances.

3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

5. We have followed the audit practice 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.

Disclaimer

6. 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.

7. The Secretarial Audit report is neither an assurance as to the future liability of the Company nor of the efficiency of effectiveness with which the management has conducted the affairs of the Company.

8. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

For Ladda Bhutada And Associates,
Company Secretaries,
ICSI Unique Code: P2009MH019500
Peer Review Cert. No.: 3288/2023

Pramodkumar Ladda
Partner
FCS: 7326; COP No.: 8006
ICSI UDIN: F007326H000213323

Date: **April 27, 2026 (Vaishakh Mahina, Saka 1948)**

Place: **Pune**

INDEPENDENT AUDITOR'S REPORT

To the Members of First Energy 3 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy 3 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

First Energy 3 Private Limited

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 35(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

            (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 35(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has paid for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159RZJKBF4868
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy 3 Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy 3 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159RZJKBF4868
Place: Pune
Date: May 04, 2026

First Energy 3 Private Limited

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy 3 Private Limited on the financial statements as of and for the year ended March 31, 2026

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties as disclosed in Note 3(a) (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently, does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in five mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its services. We have broadly reviewed the books of account maintained by the Company pursuant to the said requirement, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion, the term loans have been applied for the purposes for which they were obtained.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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 procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Further, no such report has been filed by any other auditor appointed by the Company under the Act. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159RZJKBF4868
Place: Pune
Date: May 04, 2026

First Energy 3 Private Limited

Balance Sheet as at 31.03.2026

(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
I. Non-current assets			
Property, plant and equipment	3a	34,915.51	35,857.53
Right-of-use assets	3b	1,165.80	1,211.23
Capital work-in-progress	3a	-	535.76
Financial assets			
Other financial assets	4	0.19	0.19
Deferred tax assets (net)	5	-	-
Income tax assets (net)	6	9.33	8.95
Other non-current assets	7	32.84	32.85
Total non-current assets		**36,123.67**	**37,646.51**
II. Current assets			
Financial assets			
(a) Investments	8	-	270.77
(b) Trade receivables	9	564.28	481.18
(c) Cash and cash equivalents	10	441.53	835.90
(d) Bank balances other than (c) above	11	850.00	-
(e) Other financial assets	12	28.65	98.91
Other current assets	13	20.47	13.18
Total current assets		**1,904.93**	**1,699.94**
Total Assets		**38,028.60**	**39,346.45**
EQUITY AND LIABILITIES			
III. Equity			
Equity share capital	14	9,980.90	9,980.90
Other equity	15	(3,157.64)	(2,458.57)
Total Equity		**6,823.26**	**7,522.33**
Liabilities			
IV. Non-current liabilities			
Financial liabilities			
(a) Borrowings	16a	28,766.57	29,142.14
(b) Lease liabilities	27	651.34	647.22
Total Non-current liabilities		**29,417.91**	**29,789.36**
V. Current liabilities			
Financial liabilities			
(a) Borrowings	16b	1,600.82	1,804.48
(b) Lease liabilities	27	60.11	58.87
(c) Trade payables	17		
i) total outstanding dues of micro enterprises and small enterprises		34.16	6.77
ii) total outstanding dues of creditors other than micro and small enterprises		90.46	38.83
(d) Other financial liabilities	18	1.88	90.59
Other current liabilities	19	-	35.22
Total current liabilities		**1,787.43**	**2,034.76**
Total Equity and Liabilities		**38,028.60**	**39,346.45**

Summary of material accounting policies 2

The above Balance Sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	20	4,166.02	3,767.05
Other income	21	66.16	83.89
Total Income		**4,232.18**	**3,850.94**
Expenses			
Finance costs	22	2,731.95	3,137.99
Depreciation and amortisation expense	23	1,594.15	1,571.20
Other expenses	24	605.15	494.77
Total Expenses		**4,931.25**	**5,203.96**
Loss before tax		**(699.07)**	**(1,353.02)**
Tax expense			
Current tax	5	-	-
Deferred tax	5	-	-
Loss for the year		**(699.07)**	**(1,353.02)**
Other comprehensive income		-	-
Total comprehensive income for the year		**(699.07)**	**(1,353.02)**
Loss per equity share			
Basic & Diluted [nominal value per share ₹10/-]	25	**(0.70)**	**(1.36)**

Summary of material accounting policies 2

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Statement of Profit and Loss referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of First Energy 3 Private Limited

Sandeep Mandke
Director
DIN : 09619581
Place : Houston Texas, USA
Date : April 28, 2025

Ravi Damaraju
Director
DIN : 09554649

Anjali Lothe
Chief Executive Officer

Ankita Shah
Chief Financial Officer

Place: Pune
Date : April 23, 2026

Statement of Cash flow for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A)	**Cash flows from operating activities**		
	Loss before tax	(699.07)	(1,353.02)
	Adjustments for		
	Depreciation and amortisation expense	1,594.15	1,571.20
	Loss on discarded assets	4.39	-
	Finance costs	2,731.95	3,137.99
	Interest income from financial assets at amortised cost	(56.39)	(54.94)
	Impairment of other financial assets	-	119.11
	Net gain on mutual fund measured at fair value through profit and loss	-	(27.58)
	Gain on sale of mutual funds	(9.26)	(1.23)
	Working capital adjustments		
	(Increase)/decrease in trade receivables	(83.10)	165.35
	(Increase)/ decrease in other financial assets	55.89	(50.00)
	(Increase)/decrease in other assets	(7.28)	29.49
	Increase/ (decrease) in trade payables	79.02	(6.57)
	Increase/(decrease) in other liabilities	(35.22)	10.05
	Increase/(decrease) in other financial liabilities	1.88	(1.55)
	Cash generated from operations	**3,576.96**	**3,538.30**
	Income taxes refund received (net)	(0.38)	(5.66)
	Net cash generated from operating activities	**3,576.58**	**3,532.64**
B)	**Cash flows from investing activities**		
	Payments for property, plant and equipment	(183.52)	(471.84)
	Proceed from sale of property, plant and equipment	28.72	-
	Payment for purchase of mutual funds	(790.00)	1,297.40
	Proceeds from sale of mutual funds	1,070.03	(1,385.00)
	Interest received	29.58	54.91
	Fixed deposits placed with banks	(3,406.07)	(872.28)
	Redemption of fixed deposits	2,597.25	870.00
	Net cash flows used in investing activities	**(654.00)**	**(506.81)**
C)	**Cash flows from financing activities**		
	Proceeds from borrowings	673.05	32,153.50
	Repayment of borrowings	(1,201.51)	(31,288.73)
	Transaction cost for availing borrowing	(75.09)	(116.91)
	Interest paid on borrowings	(2,654.52)	(3,140.53)
	Payments of lease liabilities (interest)	(58.88)	(39.74)
	Net cash flows used in financing activities	**(3,316.95)**	**(2,432.41)**
	Net increase/(decrease) in cash and cash equivalents	**(394.37)**	**593.42**
	Cash and cash equivalents at the beginning of the year	835.90	242.48
	Cash and cash equivalents at the end of the year	**441.53**	**835.90**

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

	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents (refer note 10)	441.53	835.90
Balances as per Statement of Cash Flows	**441.53**	**835.90**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7: Statement of Cash Flows'.

ii) Refer Note 16(b) for net debt reconciliation

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

This is the Statement of Cash Flows referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 3 Private Limited

Sandeep Mandke
Director
DIN : 09619581
Place : Houston Texas, USA
Date : April 28, 2025

Ravi Damaraju
Director
DIN : 09554649

Anjali Lothe
Chief Executive Officer

Ankita Shah
Chief Financial Officer

Place: Pune
Date : April 23, 2026

First Energy 3 Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A. Equity Share Capital

Particulars	Amount
As at March 31, 2024	**9,980.90**
Issue during the year	-
As at March 31, 2025	**9,980.90**
Issue during the year	-
As at March 31, 2026	**9,980.90**

B Other Equity

Particulars	Retained Earnings	Total
As at March 31, 2024	(1,105.55)	(1,105.55)
Loss for the year	(1,353.02)	(1,353.02)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	**(1,353.02)**	**(1,353.02)**
As at March 31, 2025	**(2,458.57)**	**(2,458.57)**
Loss for the year	(699.07)	(699.07)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	**(699.07)**	**(699.07)**
As at March 31, 2026	**(3,157.64)**	**(3,157.64)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

This is Statement of Changes in Equity referred in our report of even date

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For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 3 Private Limited

Sandeep Mandke
Director
DIN : 09619581
Place : Houston Texas, USA
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Ravi Damaraju
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DIN : 09554649

Anjali Lothe
Chief Executive Officer

Ankita Shah
Chief Financial Officer

Place: Pune
Date : April 23, 2026

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy 3 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on May 25, 2022 under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business as a producer of wind and solar power.

The address of the Company's registered office is 7th Floor, Fountainhead Tower 1, Viman Nagar, Pune - 411014 India. The Board of Directors have authorized to issue these financial statements on April 23, 2026. The CIN of the Company is U40100PN2022PTC211607.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1. Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value (refer accounting policy regarding financial instruments);

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied to the consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in power purchase agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

At the end of each reporting period, the Company updates the estimated transaction price to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period. The Company accounts for such changes in the transaction price (including claims). Consideration / claim payable to a customer includes cash amounts that an entity pays to the customer. The Company accounts for consideration payable to a customer as a reduction of the transaction price and, therefore, of revenue unless the payment to the customer is in exchange for a distinct good or service that the customer transfers to the entity. The consideration payable to a customer includes a variable amount.

Variable consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

b. Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment and capital work in progress are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and machinery	10 to 25	10 to 15
Building	30	3 to 30
Furniture and fixtures	10	10
Computers	3	3
Roads	3	3
Office equipment	5	5

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

c. Borrowing costs

Where the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs eligible for capitalization are determined as the actual borrowing costs incurred on such specific borrowings during the period, less any investment income earned on the temporary investment of those borrowed funds pending their utilization on the qualifying asset; accordingly, the net borrowing costs, after deduction of such temporary investment income, are capitalized as part of the cost of the qualifying asset in accordance with IAS 23 – Borrowing Costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

d. Leases

Company as a lessee

The Company lease asset classes primarily consist of leasehold lands. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate standalone price of the non-lease components.

e. Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

iv. Equity instruments

All equity investments in scope of Ind AS 109 - "Financial Instruments", are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. Currently, for all equity instruments, subsequent changes in the fair value is recognized in Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Borrowings are classified as current liabilities unless, at the end of the reporting period, the group has a right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Income recognition

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the Statement of Profit and Loss.

d. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

e. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

f. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax Assets

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

g. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of Profit and Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

h. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

i. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

j. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

k. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

l. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Impairment of property, plant and equipment

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected generation based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would lead to recoverable amount and conclusion on impairment assessment.

ii. Borrowing costs

Significant management judgement is involved in determining whether in assessing whether the asset is a qualifying asset using the factors such as period of time to get ready, nature of activities necessary and industry practice. The construction of project involves a period ranging from 6 months to 10 months.

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

iii. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

2.5 Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3 (a) Property, Plant and Equipment

Particulars	Land Freehold	Plant and Machinery	Building	Office Equipment	Furniture and Fixture	Computer	Roads	Total	Capital work-in-progress
Gross carrying amount:									
As at March 31, 2024	**149.83**	**38,204.99**	**134.89**	**-**	**2.93**	**1.43**	**82.00**	**38,576.07**	**-**
Additions	-	10.93	-	1.53	-	-	-	12.46	535.76
Deduction	-	-	-	-	-	-	-	-	-
As at March 31, 2025	**149.83**	**38,215.92**	**134.89**	**1.53**	**2.93**	**1.43**	**82.00**	**38,588.53**	**535.76**
Additions	-	638.36	-	0.06	-	1.39	-	639.81	102.60
Deduction	-	(34.17)	-	-	-	-	-	(34.17)	(638.36)
As at March 31, 2026	**149.83**	**38,820.11**	**134.89**	**1.59**	**2.93**	**2.82**	**82.00**	**39,194.17**	**-**
Accumulated Depreciation									
As at March 31, 2024	**-**	**1,174.75**	**10.97**	**-**	**0.29**	**0.36**	**18.86**	**1,205.23**	**-**
For the year	-	1,484.17	14.66	0.40	0.11	0.46	25.97	1,525.77	
Deduction	-	-	-	-	-	-	-	-	-
As at March 31, 2025	**-**	**2,658.92**	**25.63**	**0.40**	**0.40**	**0.82**	**44.83**	**2,731.00**	**-**
For the year	-	1,506.66	14.66	0.50	0.19	0.74	25.97	1,548.72	
Deduction	-	(1.06)	-	-	-	-	-	(1.06)	
As at March 31, 2026	**-**	**4,164.53**	**40.29**	**0.90**	**0.59**	**1.56**	**70.80**	**4,278.66**	**-**
Net carrying amount:									
As at March 31, 2026	**149.83**	**34,655.58**	**94.60**	**0.69**	**2.34**	**1.26**	**11.20**	**34,915.51**	**-**
As at March 31, 2025	**149.83**	**35,557.00**	**109.26**	**1.13**	**2.53**	**0.61**	**37.17**	**35,857.53**	**535.76**

(a) See note 16 for information on property, plant and equipment pledged as security by the Company.

(b) See note 26 for disclosure of contractual commitments for the acquisition of property, plant & equipment.

c) In the previous year, Capital-work-in progress mainly comprised construction and extention of existing solar plant

Ageing of capital work-in-progress

Particulars/Projects	As at March 31, 2025				
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Projects in progress					
2.5 MV Solar project	535.76	-	-	-	535.76
Total	**535.76**	**-**	**-**	**-**	**535.76**

Capital work-in-progress included overdue projects amounting to Rs 535.76 lakhs. Project completed and capitalised in July 2025.

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Capitalization of expenses

During the year, the Company has capitalized the following expenses of revenue nature to the cost of Property, plant and equipment / Capital work-in-progress. Consequently, expenses disclosed under the respective notes are net off amounts capitalized.

Particulars	As at March 31, 2026	As at March 31, 2025
Interest expenses	11.13	12.07
Total	**11.13**	**12.07**

3(b) Right- of- use assets

Particulars	Land Freehold	Total
Gross Block		
As at March 31, 2024	**1,317.16**	**1,317.16**
Additions	-	-
Deductions	-	-
As at March 31, 2025	**1,317.16**	**1,317.16**
Additions	-	-
Deductions	-	-
As at March 31, 2026	**1,317.16**	**1,317.16**
Accumulated Amortization		
As at March 31, 2024	**60.50**	**60.50**
Charge for the year	45.43	45.43
Deductions	-	-
As at March 31, 2025	**105.93**	**105.93**
Charges for the year	45.43	45.43
Deductions	-	-
As at March 31, 2026	**151.36**	**151.36**
Net Block		
As at March 31, 2026	**1,165.80**	**1,165.80**
As at March 31, 2025	**1,211.23**	**1,211.23**

The Company has taken land on lease which has been accounted in accordance with Ind AS 116-Leases under right of use assets. Refer note 27 for further disclosure on leases.

4. Other financial assets (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits	0.19	0.19
Total	**0.19**	**0.19**

5. Deferred tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets		
Losses available for offsetting against future taxable income	4,497.10	3,712.03
Lease liabilities	122.08	121.17
Other	13.45	58.29
	4,632.63	**3,891.49**
Deferred tax liabilities		
Depreciation on property, plant and equipment	4,403.83	3,662.69
Right-of-use of assets	200.05	207.85
Others	28.75	20.95
	4,632.63	**3,891.49**
Total	**-**	**-**

The Company has tax losses of Rs. 3,016.43 lakhs (March 31, 2025: Rs. 2,245.78 lakhs) that are available for offsetting for future taxable profits. Deferred tax assets have not been recognised in respect of these losses as they may not be used to offset taxable profits elsewhere in the Company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Company was able to recognise all unrecognised deferred tax assets, the retained earnings as on year end would increase by Rs. 517.62 lakhs (March 31, 2025: Rs. 385.38 lakhs).

Particulars	Expiry date	As at March 31, 2026		As at March 31, 2025	
		Amount	Tax Impact	Amount	Tax Impact
Unabsorbed depreciation	No expiry period	3,016.43	517.62	2,245.78	385.38
Total		**3,016.43**	**517.62**	**2,245.78**	**385.38**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit and Loss is as follows:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Loss before tax	**(699.07)**	**(1,353.02)**
Income tax rate	17.16%	17.16%
Expected tax expense / (credit)	(119.96)	(232.18)
Deferred tax assets not recognised on losses	132.24	232.18
Others	(12.28)	-
Total tax expense / (credit)	**-**	**-**

6. Income tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	8.95	3.29
Add: Taxes paid during the year	10.24	9.28
Less: Refund received during the year	(9.86)	(3.62)
Total	**9.33**	**8.95**

7. Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	32.84	32.85
Total	**32.84**	**32.85**

8 Current Investment

Particulars	Number of units		Amount	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Investment at fair value through profit and loss				
Investments in Mutual Funds:				
DSP Liquidity Fund Growth - Regular	-	11,038	-	150.18
Aditya Birla Sun Life Liquid Fund- Regular	-	29,142	-	120.59
Total current investments	**-**	**40,180**	**-**	**270.77**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Aggregate value of quoted investments and market value thereof	-	270.77
Aggregate value of unquoted investments	-	-
Aggregate amount of impairment in the value of investments	-	-

9 Trade Receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables		
-Unbilled*	563.72	452.49
-Billed	0.56	28.69
Total	**564.28**	**481.18**
Break-up for security details:		
Trade receivables considered good - Unsecured	564.28	481.18
	564.28	481.18
Less: impairment allowance	-	-
Total	**564.28**	**481.18**

No trade or other receivables are due from directors or officers of the Company either severally or jointly with any other person nor any trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivables are unbilled because the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Trade Receivables ageing:

As at March 31, 2026

Particulars/ Projects	Outstanding for the following period from due date of payments							Total
	Unbilled	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables-considered good	563.72	-	-	0.56	-	-	-	564.28
Total	**563.72**	**-**	**-**	**0.56**	**-**	**-**	**-**	**564.28**

As at March 31, 2025

Particulars/ Projects	Outstanding for the following period from due date of payments							Total
	Unbilled	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables-considered good	452.49	-	-	28.69	-	-	-	481.18
Total	**452.49**	**-**	**-**	**28.69**	**-**	**-**	**-**	**481.18**

10 Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- in current accounts	141.53	135.90
- in deposits with original maturity of less than three months	300.00	700.00
Total	**441.53**	**835.90**

11 Other bank balances

Particulars	As at March 31, 2026	As at March 31, 2025
Deposits with original maturity of more than three months but less than twelve months*	850.00	-
Total	**850.00**	**-**

*Includes Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract. amounting to Rs 850 lakhs (March 31, 2025: Rs NIL)

12. Other financial assets (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposit	-	175.00
Less: impairment of financial asset	-	(119.11)
	-	55.89
Interest accrued but not due	28.65	1.84
Deposits with original maturity of more than twelve months	-	41.18
Total	**28.65**	**98.91**

13 Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Advances to supplier*	-	0.71
Prepaid expenses	12.65	8.05
Balance with government authorities	7.23	-
Others	0.59	4.42
Total	**20.47**	**13.18**

*There were no advances due by directors or other officers of the company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a member.

14. Equity share capital

a. Authorised Equity Share Capital

Equity shares of ₹10 each

Particulars	No. of shares	Amount ₹ in Lakhs
As at March 31, 2024	**100,000,000**	**10,000.00**
Increase during the year	-	-
As at March 31 2025	**100,000,000**	**10,000.00**
Increase during the year	-	
As at March 31, 2026	**100,000,000**	**10,000.00**

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

b. Issued, Subscribed and Fully Paid up Share Capital

Equity shares of ₹10 each

Particulars	No. of shares	Amount ₹ in Lakhs
Equity share of Rs 10 each issued, subscribed and fully paid		
As at March 31, 2024	**99,809,000**	**9,980.90**
Changes during the year	-	-
As at March 31 2025	**99,809,000**	**9,980.90**
Changes during the year	-	-
As at March 31, 2026	**99,809,000**	**9,980.90**

c. Terms/Rights attached to the equity shares

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

d. Equity shares held by holding company

Name of Company	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Private Limited (including 1 share held by nominee shareholder)*	73,850,000	7,385.00	73,850,000	7,385.00
Equity shares of ₹10 each				

Refer note 16(a) for pledge of shares of the holding company

e. Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited, India		
% Holding	73.99%	73.99%
No. of shares	73,850,000	73,850,000
(ii) MRF Limited		
% Holding	7.78%	7.78%
No. of shares	7,761,000	7,761,000
(iii) Garden Silk Mills Private Limited		
% Holding	6.03%	6.03%
No. of shares	6,030,000	6,030,000

f. Shares held by promoters at the end of the period

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited, India	73,850,000	73.99%	7,38,50,000	73.99%	0.00%

Refer to note 16(a) for shares pledged by the holding company

g. Aggregate number of shares issued for consideration other than cash :

There were no buy back of shares/issue of shares for consideration other than cash during the period of five years immediately proceeding the reporting date.

15 Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained earnings		
Opening balance	(2,458.57)	(1,105.55)
Add : Loss for the year	(699.07)	(1,353.02)
Total	**(3,157.64)**	**(2,458.57)**

16: Borrowings

(a) Non-current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans from Bank		
Indian rupee loans from bank/financial institution*	29,559.65	29,877.14
Less: Current maturities of long-term debts (included in current borrowings)	793.08	735.00
Total	**28,766.57**	**29,142.14**

* After considering unamortised expense of Rs. 195.72 lakhs (March 31, 2025 - Rs. 122.86 lakhs)

Aggregate secured borrowings	28,766.57	29,142.14
Aggregate unsecured borrowings	-	-

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from NIIF Infrastructure Finance Limited	March 31, 2044	Repayable in 76 structured quarterly instalments from September 30, 2025	8.65% p.a. linked to NIIF IFL 5 year benchmark rate	29,559.65	29,877.14

Details of Security

Indian rupee loans from financial institution is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, intangible assets including goodwill and uncalled capital, intellectual property, both present and future, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of total equity shares of the Company held by the Holding Company.

(b) Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Current maturities of long term borrowings from bank	793.08	735.00
Unsecured loans		
From holding company	807.74	1,069.48
Total	**1,600.82**	**1,804.48**

Aggregate secured borrowings	793.08	735.00
Aggregate unsecured borrowings	807.74	1,069.48

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from Holding Company	April 08, 2026 (Previous year: - October 10, 2025)	Repayable in single/multiple tranches along with the accumulated interest thereon within 180 days	8.65% (March 31, 2025: 8.95 %)	252.45	277.00
Loan from Holding Company	June 08, 2026 (Previous year: June 13, 2025)	Repayable before maturity date	8.65% (March 31, 2025: 8.60%)	555.29	745.71

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings	(30,367.39)	(30,946.62)
Lease Liabilities	(711.45)	(706.09)
Cash and cash equivalent	441.53	835.90
Other bank balance	850.00	-
Net debt	**(29,787.31)**	**(30,816.81)**

Particulars	Other assets		Liabilities from financing activities		Total
	Cash and bank balance	Other Bank Balances	Borrowings including accrued interest	Lease Liabilities	
Net debt as at March 31, 2024	**242.48**	**38.90**	**(30,251.89)**	**(683.17)**	**(30,653.68)**
Cash flows	593.42	(38.90)	(747.86)	39.74	(153.60)
Borrowing cost capitalized	-	-	(12.07)	-	(12.07)
Interest expenses	-	-	(3,075.33)	(62.66)	(3,137.99)
Interest paid	-	-	3,140.53	-	3,140.53
Net debt as at March 31, 2025	**835.90**	**-**	**(30,946.62)**	**(706.09)**	**(30,816.81)**
Cash flows	(394.37)	850.00	603.54	-	1,059.17
Borrowing cost capitalized	-	-	(11.13)	-	(11.13)
Interest expenses	-	-	(2,667.71)	(64.24)	(2,731.95)
Interest paid	-	-	2,654.52	58.88	2,713.40
Net debt as at March 31, 2026	**441.53**	**850.00**	**(30,367.39)**	**(711.45)**	**(29,787.31)**

17 Trade Payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (refer note 34)	34.16	6.77
Total outstanding dues of creditors other than micro enterprises and small enterprises		
i) Related parties (Refer note 28)	38.63	0.69
ii) Others	51.84	38.14
Total	**124.63**	**45.60**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	26.75	0.10	7.30	-	-	0.01	34.16
(ii) Others	47.07	0.37	41.92	0.63	0.18	0.30	90.47
Total	**73.82**	**0.47**	**49.22**	**0.63**	**0.18**	**0.31**	**124.63**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	4.54	1.71	0.50	0.02	-	-	6.77
(ii) Others	19.66	17.77	0.94	0.46	-	-	38.83
Total	**24.20**	**19.48**	**1.44**	**0.48**			**45.60**

18. Other financial liabilities (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Payables for property, plant and equipment	-	90.59
Others	1.88	-
Total	**1.88**	**90.59**

19. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory tax payables	-	35.22
Total	**-**	**35.22**

20 Revenue from Operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from Power Supply	4,166.02	3,767.05
Total	**4,166.02**	**3,767.05**

Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	4,166.02	3,767.05
At a point in time basis	-	-
Total revenue from contracts with customers	**4,166.02**	**3,767.05**
ii) Revenue by geographical market:		
Within India	4,166.02	3,767.05
Outside India	-	-
Total revenue from contracts with customers	**4,166.02**	**3,767.05**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

iii) Reconciliation between revenue recognised in Statement of profit and loss and contract price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract price	**4,059.02**	**3,947.19**
Adjustments for:		
Provision for customer claims reversed/ (charge)	107.00	(180.14)
Total Revenue recognised	**4,166.02**	**3,767.05**

iv) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

21 Other Income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income from financial assets at amortised cost	56.39	54.94
Net gain on mutual fund measured at fair value through profit and loss	9.26	27.58
Gain on sale of mutual funds	-	1.23
Interest on income tax refund	0.51	0.14
Total	**66.16**	**83.89**

22 Finance Costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on financial liabilities measured at amortised cost		
- to bank	2,606.35	2,894.78
- to holding company	72.49	192.62
Interest on lease liabilities	64.24	62.66
Less: Capitalized during the year	(11.13)	(12.07)
Total	**2,731.95**	**3,137.99**

Since the borrowings were specifically for the purpose of obtaining and construction of qualifying assets, borrowing cost has been capitalised at actual.

23. Depreciation and amortisation expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	1,548.72	1,525.77
Amortization of right-of-use assets	45.43	45.43
Total	**1,594.15**	**1,571.20**

24 Other Expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Operation & maintenance charges	239.07	77.88
Site expenses	129.79	59.66
Rates and taxes	17.98	8.93
Insurance	56.08	31.39
Travelling and conveyance	0.01	8.48
Communication expenses	3.09	2.88
Legal and professional fees	19.30	20.47
Auditor's remuneration (Refer note below)	2.95	1.77
Directors sitting fees	3.30	3.89
Management fees	79.46	75.53
Loss on discarded assets	4.39	-
Technnical charges	40.52	62.32
Impairment of other financial assets	-	119.11
Miscellaneous expenses	9.21	22.46
Total	**605.15**	**494.77**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current and previous year.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
As Auditor		
Statutory Audit Fees (including GST)	2.95	1.77
Total	**2.95**	**1.77**

25 Loss per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net Loss attributable to the Equity shareholders of the Company	(699.07)	(1,353.02)
Weighted average number of Equity shares of Rs.10/- each	99,809,000	99,809,000
Basic and Diluted Loss per share	**(0.70)**	**(1.36)**

26. Contingent liabilities and commitments

There are no liabilities of contingent nature.

Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Nil (March 31, 2025: 48.46)

27 Leasing Arrangements

Company as lessee

The Company has taken land on leases for a tenure of 29 years. There are no variable lease payments and residual value guarantees for these leases.

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Carrying amounts of lease liabilities and the movements during the year:

Particulars	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	706.09	683.17
Additions	-	-
Accretion of interest	64.24	62.66
Payments made	(58.88)	(39.74)
As at end of the year	**711.45**	**706.09**
Current portion of lease liabilities	60.11	58.87
Non-current portion of lease liabilities	651.34	647.22
Total	**711.45**	**706.09**

Details of amounts recognised in Statement of Profit and Loss

Particulars	As at March 31, 2026	As at March 31, 2025
Amortisation of right-of-use assets	45.43	45.43
Interest expense on lease liabilities	64.24	62.66
Less: Capitalised during the year	(11.13)	-
Total amount recognised in Statement of Profit and Loss	**98.54**	**108.09**

The total cash outflow for leases for the year was Rs. 58.88 Lakhs (March 31, 2025 - Rs. 39.74 Lakhs).

Extension and termination options are included in a number of property and equipment leases. These are used to maximise operational flexibility in terms of managing the assets used in the company's operations. The majority of extension and termination options held are exercisable only by the company's and not by the respective lessor.

28 Related party disclosures

A Immediate Holding Company

First Energy Private Limited

B Ultimate Holding Company

RDA Holding Private Limited

C Intermediate Holding Company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel:

1 Mr Ravi Damaraju - Director

2 Mr. Sandeep Mandke - Director

3 Mr. Mitish Somani - Director (till April 5, 2024)

4 Mrs. Anjali Lothe - Chief Executive Officer

5 Ms. Veda Pathak - Company Secretary (till Jan 29, 2026)*

6 Mr. Sanjay Parande - Independent Director

7 Mr. Ashok Joshi - Independent Director

8 Mr. Ashish Kumar - Chief Financial Officer (w.e.f. July 22, 2024 till October 31, 2025)

9 Mrs. Ankita shah - Chief Financial Officer (w.e.f. January 22, 2026)

*As per the provisions of the Companies Act, 2013, the new company secretary can be appointed within a period of six months from the date of creation of casual vacancy. Accordingly, the Company is required to appoint a new company secretary till July 29, 2026.

E Transactions with Related parties:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
With Immediate Holding Company		
First Energy Private Limited		
Management fees	79.46	75.53
Reimbursement of expenses	62.80	0.67
Interest on loans	72.49	192.62
Loan taken	173.05	2,153.50
Loan repaid	457.27	1,966.73
Key Management Personnel Compensation		
Short term employee benefits (Director sitting fees)	3.30	3.89

F Outstanding balances

Particulars	As at March 31, 2026	As at March 31, 2025
Immediate Holding Company		
First Energy Private Limited		
Trade payables	38.63	0.69
Unsecured Loans	807.74	1,069.48

G Terms and conditions

All outstanding balances are unsecured, interest free except for borrowings, and payable in cash. For details of interest on borrowings, refer note 16.

The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

29 Segment information

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment.

Major Customers

Particulars	As at March 31, 2026	As at March 31, 2025
Customer A	1,150.77	1,139.29
Customer B	967.89	976.16
Customer C	735.97	716.00
Customer D	671.91	659.66
Total	**3,526.54**	**3,491.11**

30 Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables	124.62	45.60
Borrowings	30,367.39	30,900.25
Other liabilities	1.88	136.96
Total	**30,493.89**	**31,082.82**
Current liabilities	1,727.32	1,940.67
Non current liabilities	28,766.57	29,142.14
Total	**30,493.89**	**31,082.81**

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	564.28	481.18
Other financial assets	28.84	99.10
Cash and cash equivalents	441.53	835.90
Bank balances other than cash and cash equivalents	850.00	-
Total	**1,884.65**	**1,416.18**
Current assets	1,884.46	1,415.99
Non-current assets	0.19	0.19
Total	**1,884.65**	**1,416.18**

The carrying value of trade receivables, cash and cash equivalents, bank balances, other financial assets, trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable or in case of fixed rate borrowings, movements in interest rates from the recognition of such financial instrument till period end not being material.

Break-up of financial assets carried at fair value through profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets		
Investments		
Mutual funds	-	270.77
Total financial assets (Current)	**-**	**270.77**

i) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2025

Particulars	Date of valuation	Level 1	Level 2	Level 3
Financial Assets				
Investments				
Mutual funds	March 31, 2025	270.77	-	-

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The Fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of NAV based on report issued by mutual fund house.

31 Analytical ratios

S.No.	Particulars	Numerator	Denominator	For the Year ended March 31, 2026	For the Year ended March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current assets	Current liabilities	1.07	0.84	28%	Refer Note (i)
2	Debt-Equity Ratio	Total debt	Shareholder's equity	4.45	4.11	8%	Not Applicable
3	Debt Service Coverage Ratio	"Earnings available for debt service (Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)"	Debt service (Interest & Lease payments + Principal repayments)	0.95	0.10	874%	Refer Note (ii)
4	Return on Equity Ratio	Net profits after taxes	Average shareholder's equity	-9.75%	-16.50%	41%	Refer Note (iii)
5	Return on Investment	Investment income	Average investment	6.19%	17.93%	-65%	During the previous year, gain from mutual funds resulted in higher yield
6	Return on Capital Employed	Earning before interest and taxes	Capital employed	5.47%	4.65%	18%	Not Applicable
7	Net Profit Ratio	Net profits after taxes	Revenue	-16.78%	-35.92%	53%	Refer Note (iii)
8	Trade Receivables Turnover Ratio	Total sales	Average trade receivable	7.97	6.68	19%	Not Applicable
9	Trade Payables Turnover Ratio	Net credit purchases	Average trade payables	7.11	21.70	-67%	Refer Note (iv)
10	Net Capital Turnover Ratio	Total sales	Working capital	35.46	-11.25	415%	Refer Note (i)

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Working Capital = Current assets less Current liabilities
Capital employed = Tangible Net worth + total debt
Average = (Opening + Closing)/2
Notes

i) Increase in current ratio and net capital turnover ratio is attributable to higher cash and bank balances and decrease in liabilities, resulting from cash profit during the year and repayment of borrowings.

ii) Increase in EBIT and less repayment of unsecured borrowing as compared to previous year resulted in increase in debt service coverage ratio

iii) Increase in return on equity and net profit ratio is attributable to decrease in borrowing cost, resulting from re-financing of external debt.

iv) Decline in the trade payables turnover ratio is due to an increase in average trade payables, mainly arising from outstanding balances payable to the group company and amounts payable for operation and maintenance.

32 Financial risk management

The Company's principal financial liabilities comprise borrowings, lease liabilities, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents are derived directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The management of the Company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The Management reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk, price risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value."

The sensitivity analyses in the following sections relate to the position as at March 31, 2026 and March 31, 2025.

a) 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 exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows

Particulars	March 31, 2026	March 31, 2025
Variable rate borrowings	29,559.65	29,877.14

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's loss 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 rates - Increase by 25 (March 31, 2025 - 25) basis points	(74.85)	(70.43)
Interest rates - Decrease by 25 (March 31, 2025- 25) basis points	74.65	70.43

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The Company has not entered into any foreign currency transaction during the current year and comparative period and hence not exposed to any foreign currency risk.

c) Price risk

The Company's investments are susceptible to market risk arising from uncertainties about future values of the investment securities. These securities are quoted. The Company manages the price risk through placing limits on individual and total equity/ mutual fund investments. Reports on the investment portfolio are submitted to the management on a regular basis. The Company is not currently exposed significantly to such risks.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and security deposits) and from its investing activities, including deposits with banks and other financial instruments.

Expected credit loss for

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit ratings and risk of potential default based on defined credit risk parameters. An impairment analysis is performed based on expected credit loss model at each reporting date. The calculation is based on losses as per historical data and forward looking information. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in notes above. There is no charge of impairment to Statement of Profit and Loss in the current and previous year.

Expected credit loss (ECL) for

Balances with Banks

Credit risk from balances with banks is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

Other financial assets carried at amortised cost

Company's exposure to other financial asset includes security deposits. As per ECL assessment provision for ECL were recognised, refer note 12 and 24 for details.

Particulars	Security Deposits
Loss allowance as on March 31, 2024	-
Loss allowance recognised during the year	119.11
Receivables written off during the year	-
Unused amount reversed	-
Loss allowance on March 31, 2025	**119.11**
Loss allowance recognised during the year	
Receivables written off during the year	-
Unused amount reversed	(119.11)
Loss allowance on March 31, 2026	**-**

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non-derivative					
Borrowings	1,600.82	1,860.70	2,257.24	24,845.78	30,564.54
Lease liabilities	60.11	123.33	127.50	1,668.53	1,979.46
Trade Payables	124.63	-	-	-	124.63
Other financial liabilities	1.88	-	-	-	1.88

March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non-derivative					
Borrowings	1,804.48	1,604.33	2,084.13	25,564.29	31,057.23
Lease liabilities	58.87	119.16	127.50	1,732.27	2,037.80
Trade payables	45.60	-	-	-	45.60
Other financial liabilities	90.59	-	-	-	90.59

33 Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings including accrued interest	30,367.39	30,946.62
Lease liabilties	711.45	706.09
Less: Cash and cash equivalents (includes other bank balances)	1,291.53	835.90
Net debt	**29,787.31**	**30,816.81**
Equity	6,823.26	7,522.33
Net Debt to Equity	**4.37**	**4.10**

Increase in debt to equity ratio during the year majorly on account of decrease in total equity on account of losses during the year.

Loan Covenants

Under the terms of the borrowing facilities, the Company is required to comply with the following financial covenants:

(a) Debt Service coverage ratio to be not less than 1.10

The financial covenant are tested based on the audited financial statements after end of each financial year. Management has complied with debt covenants as at March 31, 2026.

34. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Due to small scale industrial undertakings have been worked out on the basis of information available with the management.

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises*	34.16	6.77
- Interest due thereon	0.10	0.01
The amount of interest paid by the Company 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	-	-
The amount of payment made to the supplier beyond the appointed day during the year	101.04	45.46
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	1.19	0.56
The amount of interest accrued and remaining unpaid at the end of each accounting year	1.29	0.57
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.	1.99	0.70

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

35. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current and previous year.

(iv) There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

a. 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

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

36. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements of record retention.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 3 Private Limited

Sandeep Mandke
Director
DIN : 09619581
Place : Houston Texas, USA
Date : April 28, 2025

Ravi Damaraju
Director
DIN : 09554649

Anjali Lothe
Chief Executive Officer

Ankita Shah
Chief Financial Officer

Place: Pune
Date : April 23, 2026

First Energy 4 Private Limited

Board of Directors
Ravi Damaraju
Sandeep Deshpande
(Ceased w.e.f. April 29, 2025)
Anjali Lothe (w.e.f. April 29, 2025)
Sanjay Parande
Ashok Joshi

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014.

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
Abhishek Agarwal, Chief Executive Officer
Meghana Supekar, Chief Financial Officer
Sourabh Sonawane, Company Secretary
(Ceased w.e.f. November 13, 2025.)
Rajendra Purohit, Company Secretary
(w.e.f. April 23, 2026.)

Bankers
ICICI Bank Limited

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure to present the Fourth Annual Report, together with the audited financial statements of your company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	2,742.19	2,661.36
Profit before finance cost, depreciation, and tax	3,631.78	2,040.18
Finance Cost	1,923.91	1992.86
Profit before depreciation and tax	1,707.87	47.31
Depreciation and impairment	1,178.44	1335.22
Profit/(Loss) before tax	529.44	(1287.90)
Profit/(Loss) after tax	529.44	(1287.90)

State of Company's Affairs

The Solar capacity of 38.20 MW/56.85 MWp in the State of Tamil Nadu has been in operation since September 2023.

Due to the heavy rainfall and subsequent flooding in the state of Tamil Nadu in December 2024, the operation of the plant was disrupted and the plant was subsequently restored. Further, to avoid floods incase of heavy rainfall numerous efforts in terms of elevating module mounting structure, string combiner boxes and cleaning of government owned nala, widening of the nala, provision of the bund etc. have been taken during the financial year to safeguard the plant operations and to ensure plant availability in case of flood situations.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affects the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves

During the year, the company has not transferred any amount to the General Reserve.

Share Capital

During the year there were no changes in the capital structure of the Company. The Paid-up Share Capital of the Company is Rs. 68,55,00,000 divided into 6,85,50,000 Equity Shares of Rs.10 each. The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures and Associates

The Company does not have any Subsidiary, Joint Venture or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein to persons in the employment of the Company, Directors or Key Managerial Personnel for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Solar business and has drawn a mitigation plan to address the same –

- **Land Risk :** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources :** This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also contracts competent local infra partners having experience and capability.
- **Renewable Sources and Grid Availability :** The major risk identified by the Company is generation loss due to lower radiation and Grid failures. The Company continuously studies the radiation levels with historical data from reliable sources. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- **Plant Uptime and Soiling Losses :** This type of risk involves the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using water cleaning modules at regular frequency.

- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety.

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication : HSE Moment/Lessons Learnt : Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability, Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training : HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors.
- HSE Digitalisation : HSE digital software implemented for hazard reporting and risk behaviour reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Ms. Anjali Lothe (DIN: 10134848) retires by rotation and being eligible offers herself for re-appointment. The proposal for re-appointment forms part of the Notice of the fourth AGM of the Company.

During the year, the following changes took place in the Directors and Key Managerial Personnel(s) of the Company:

- Mr. Sandeep Deshpande (DIN: 09748806) resigned as a Director of the Company w.e.f. April 29, 2025.
- Ms. Anjali Lothe (DIN: 10134848) was appointed as an Additional Director of the Company w.e.f. April 29, 2025. She was appointed as a Director of the Company w.e.f. July 22, 2025.
- Mr. Sourabh Sonawane resigned as the Company Secretary and Key Managerial Personnel (KMP) of the Company w.e.f. November 13, 2025.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance and of its individual Directors.

Policy on appointment and remuneration of directors and key managerial personnel

The Board has adopted a policy on selection and appointment of Directors and remuneration of Directors, KMPs and employees. The Directors do not receive any remuneration except independent directors who are entitled to sitting fees as approved by the Board for each Board/Committee meeting attended. A detailed policy is annexed herewith as Annexure 1 and forms part of this report.

Declaration by Independent Directors

The Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have also confirmed that their names have been added in the data bank maintained by the Indian Institute of Corporate Affairs for independent directors, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, every individual whose name is so included in the data bank shall pass an online proficiency self-assessment test. However, an individual who has fulfilled the criteria prescribed in Rule 6(4) of the said Rules, is exempted from passing the online proficiency self-assessment test. In view of the same, Mr. Sanjay Parande, having met the aforesaid criteria, was exempted from the proficiency self-assessment test and Mr. Ashok Joshi has passed the proficiency self-assessment test.

The Board is of the opinion that the Directors of the Company are eminent persons with integrity and have necessary expertise and experience to continue to discharge their responsibilities as Directors of the Company.

Board Meetings

During the year, the Board met four times on April 29, 2025, July 22, 2025, October 31, 2025 and January 22, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Independent directors meeting

During the year under review, the independent directors met once on January 21, 2026 where all independent directors were present inter alia to review the performance of the Board and non-independent directors of the Company.

Committees of the Board

The Board has constituted the following committees viz. Audit Committee and Nomination and Remuneration Committee.

Audit Committee

The Audit committee as on March 31, 2026 comprises of all directors being non-executive directors viz Mr. Sanjay Parande as the Chairman and Mr. Ashok Joshi & Ms. Anjali Lothe as members of the committee. The Committee was reconstituted by the Board at its meeting held on April 29, 2025 and Ms. Anjali Lothe was inducted as a member of the Committee. The committee met four times during the year on April 29, 2025, July 22, 2025, October 31, 2025 and January 22, 2026. Further, all the recommendations made by the audit committee were accepted by the Board.

Nomination & Remuneration Committee

The Nomination & Remuneration Committee of the Board of Directors was constituted on January 11, 2024. The committee comprises of all directors being non-executive directors viz Mr. Ashok Joshi as the Chairman and Mr. Sanjay Parande & Mr. Ravi Damaraju as members of the committee.

The Committee met twice during the year on April 29, 2025 and on January 22, 2026.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026 and of the profit of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the

Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Audit Committee for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 2 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar and associated Renewable energy generation sources for commercial & industrial customers.

As a part of its "Build-Green" initiatives, the Company has installed solar powered Robots to clean the solar modules at the Opex projects thus ensuring waterless cleaning. In the case of Technology absorption, the Company used higher rated (540 & 550Wp) Monoperc PV models with better efficiency. The structure is designed to withstand the wind load. Robot technology is being adopted for cleaning the modules and this will help to conserve water and reduce soiling losses.

In the case of Technology absorption, the Company used higher rated (>540Wp) Monoperc PV modules with better efficiency, a structure designed to string type Solar Inverters designed for outdoor installation

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the Company will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the registered office during working hours up to the date of the Annual General Meeting.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of onetime settlement with any Bank or Financial Institution.

Changes in the Regulatory Provisions and its impact on the business

- During the year, Ministry of Power notified an amendment to the Electricity Rules 2005 to clarify that the minimum 26% equity and minimum 51% consumption is to be maintained by Company as well, in addition to Association of Persons (AoPs). Further, consumption by Holding Company or its subsidiaries in addition to the subsidiary of the Company, shall qualify as captive consumption. The prevailing requirement of consumption proportional to the equity shareholding has been modified and the consumption is now required to be maximum equal to the equity shareholding. Any energy wheeled more than the equity share will be treated as non-captive and shall attract Cross Subsidy Surcharge and Additional Surcharge. As we have been following the 26-74% from the beginning and allocation of power is done by the Company, this change has no impact on the captive compliance.

- Further, Tamil Nadu Electricity Regulatory Commission (TNERC) announced Industrial grid tariffs for FY 2025-26, wherein energy charges increased from Rs. 7.25/unit to Rs. 7.50/unit. Banking approved in 15 minute time slots, which was further challenged in Madras high court. Also introduced Time of Day charges (25% surcharge during peak hours) and night rebate (5% on energy charges). Captive savings continue to remain attractive for consumers.

Vigil mechanism

The Company has adopted the Whistle Blower Policy of Thermax Limited, its Ultimate Holding Company, which enables directors and employees to report genuine concerns in an ethical and transparent manner.

Auditors

Statutory Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five years from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Secretarial Auditors

In accordance with the provisions of Section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ladda Bhutada & Associates, Company Secretaries, Pune, to undertake the secretarial audit of the Company for FY 2025-26. The Secretarial Audit Report for FY 2025-26 is attached as Annexure 3 to this Report.

Internal Auditors

The Board has appointed Mr. Tushar Dahale, Chartered Accountant as the Internal auditor of the Company.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work and support.

For and on behalf of the Board of Directors of
First Energy 4 Private Limited

Ravi Damaraju
Director
DIN: 09554649

Anjali Lothe
Director
DIN: 10134848

Pune, April 23, 2026

First Energy 4 Private Limited

Annexure 1

Policy on Selection and Appointment of Directors and Remuneration of Directors, KMPs and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Non-Executive Directors (NEDs), based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict-of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration:

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD, WTD & CEO:

i. At the time of appointment or re-appointment, the Managing Director (MD), Whole Time Director (WTD) and Chief Executive Officer (CEO) shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the MD, WTD and CEO within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD, WTD and CEO is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure/consider the following:

a. the relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD, WTD and CEO, the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component.

(ii) The division is based on the fixed salary and performance bonuses.

(iii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

Based on the Annual Business Plan prepared, Individual Contribution Plan (ICP) is prepared by the Senior Management which is agreed upon. It broadly contains certain targets for strategic objectives, operational excellence-oriented initiatives, and business deliverables. The actual performance of individual repartee will be discussed by the MD and CEO at the year's end. Based on the appraisal and overall performance of the Company and after considering the market trends, suitable increments/ variable pay shall be decided by the MD and CEO.

The MD & CEO will present a snapshot of the evaluation carried out to assess the performance of the Whole-time Director, while recommending the annual increment of the NRC, for its review and approval..

Annexure 2

Form No. AOC-2

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

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

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

The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 26 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 4 Private Limited

Ravi Damaraju	**Anjali Lothe**
Director	Director
DIN: 09554649	DIN: 10134848

Pune, April 23, 2026

First Energy 4 Private Limited

Annexure 3

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

For the Financial Year Ended March 31, 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,

FIRST ENERGY 4 PRIVATE LIMITED

Regd. Office Address: 7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune – 411014, Maharashtra, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. First Energy 4 Private Limited bearing CIN: U40100PN2022PTC216736** (hereinafter called 'the Company'). The Secretarial Audit was conducted in a manner that provided a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Report on Secretarial Records and Compliances made thereunder

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

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

i. The Companies Act, 2013 (the Act) and the rules made there under;

ii. The Securities Contracts (Regulation) Act, 1956, (SCRA) and the rules made thereunder; Not applicable;

iii. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, and the Regulations and Bye-laws framed thereunder; Not applicable;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings; Not applicable;

v. The Company is not listed on any Stock Exchange in India hence the Acts, Regulations, Guidelines etc., related to SEBI were not applicable to the Company;

vi. As per the management representation, no other laws applicable except mentioned below specifically to the Company during the audit period:

(a) The Indian Contract Act, 1872

(b) The Income Tax, 1961

(c) The Goods and Service Tax Act, 2017

(d) The Electricity Act, 2003

(e) The Indian Stamp Act, 1899 and The Maharashtra Stamp Act, 1958

(f) The Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2017 and The Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Rules, 2018.

(g) The Factories Act, 1948 and other allied State wise Factories Rules wherever the sites are located.

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

(i) Secretarial Standards as issued and notified by The Institute of Company Secretaries of India relating to Board Meetings and General Meetings: During the Year ended March 31, 2026, the Company has complied with the applicable clauses of Secretarial Standard (SS-1 and SS-2) issued by the Institute of Company Secretaries of India and it was noted that the Company has complied with the same to the extent possible.

(ii) The Listing agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited and Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015; Not applicable

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company has been duly constituted with proper balance of Non-Executive and Independent Directors, the changes in the composition of the Board of Directors including Key Managerial Personnel that took place during the year under review were carried out in compliance with the provisions of the Act.

1.1. Mr. Ravi Damaraju (DIN: 09554649) who was eligible to retire by rotation has been re- appointed as a Director of the company in the Annual General Meeting held on July 22, 2025.

1.2. Ms. Anjali Lothe (DIN: 10134848) who appointed as Additional Director w.e.f. April 29, 2025 has been regularized as Director of the Company in annual general meeting held on July 22, 2025.

1.3. Mr. Sandeep Prabhakar Deshpande (DIN: 09748806) has resigned from the post of Director from close of business hours of April 29, 2025.

1.4. Mr. Sourabh Sonawane (Membership No.: A58561) has resigned as the Company Secretary & KMP of the Company w.e.f. November 13, 2025.

2. Adequate notice(s) have been given to all directors to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance, compliance as required under the Act has been made by the Company and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

3. All the decisions in the board meetings were carried through by majority while there were no dissenting member's views and hence not captured and recorded as part of the minutes.

We further report that there are adequate systems and process in the Company commensurate with the size and operations of the Company to monitor and ensure compliances with the applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company has following events /actions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards & guidelines, if any, as may be referred to above:

i. In line with the provisions of section 204 of the Companies Act, 2013, the Company has appointed M/s. Ladda Bhutada & Associates, Company Secretaries Firm as Secretarial Auditor for FY 2025-26 in the Board meeting held on April 29, 2025.

ii. Pursuant to transfer of shares at end of March 2025, at two instances, in dematerialized form from one nominee to another nominee, the Company has filed prescribed e-form for the change of nominee under section 89 with the Registrar.

iii. The Internal Auditor – Mr. Satish Jayaram, Chartered Accountant, of the Company has tendered his resignation w.e.f. July 22, 2025. Further, in line with the provisions of section 138 of the Companies Act, 2013, the Company has appointed Mr. Tushar Dahale, Chartered Accountant as Internal Auditor w.e.f. July 22, 2025.

iv. The Company shifted its registered office address from 6th Floor, Office No. 601 Cello Platina, F.C. Road Shivajinagar, Pune – 411005, Maharashtra, India, to 7th Floor, Fountainhead Tower 1, Viman Nagar, Pune – 411014, Maharashtra, India within the local limits of the city w.e.f. January 22, 2026.

v. The Board Committees, namely Audit Committee and Nomination and Remuneration Committee have met four (4) times and two (2) times respectively.

For Ladda Bhutada & Associates,
Company Secretaries,
ICSI Unique Code: P2009MH019500
Peer Review Cert. No.: 3288/2023

CS Pramodkumar R. Ladda
Partner
FCS: 7326; COP No.: 8006
ICSI UDIN: F007326H000213488

Date: April 27, 2026
Place: Pune, Bharat

Note: This report is to be read with Annexure A, which forms an integral part of this report.

First Energy 4 Private Limited

Annexure-A

To the Secretarial Audit Report

For the financial year ended 31st March, 2026

To,
The Members,
FIRST ENERGY 4 PRIVATE LIMITED
Regd. Office Address: 7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014, Maharashtra, India.

Our Secretarial Audit report for the financial year ending March 31, 2026, of even date is to be read along with this letter.

A. Management's Responsibility

It is the responsibility of the management of the company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

B. Auditor's Responsibility

1. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to Secretarial Compliances.

2. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

3. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

4. We have followed the audit practice 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.

C. Disclaimer

1. 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.

2. The Secretarial Audit report is neither an assurance as to the future liability of the Company nor of the efficiency of effectiveness with which the management has conducted the affairs of the Company.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

For Ladda Bhutada & Associates,
Company Secretaries,
ICSI Unique Code: P2009MH019500
Peer Review Cert. No.: 3288/2023

CS Pramodkumar R. Ladda
Partner
FCS: 7326; COP No.: 8006
ICSI UDIN: F007326H000213488

Date: April 27, 2026
Place: Pune, Bharat

INDEPENDENT AUDITOR'S REPORT

To the Members of First Energy 4 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy 4 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

First Energy 4 Private Limited

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 34(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

            (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 34(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has paid for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159MDZUYF6005
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy 4 Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy 4 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159MDZUYF6005
Place: Pune
Date: May 04, 2026

First Energy 4 Private Limited

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy 4 Private Limited on the financial statements as of and for the year ended March 31, 2026

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties as disclosed in Note 3(a) (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and consequently, does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in six mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues of goods and services tax which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans during the year ended March 31, 2026, and there was no unutilized balance of term loan obtained in earlier years as on April 1, 2025. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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 procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Further, no such report has been filed by any other auditor appointed by the Company under the Act. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received

during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159MDZUYF6005
Place: Pune
Date: May 04, 2026

First Energy 4 Private Limited

Balance Sheet as at 31.03.2026

(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	23,820.69	26,011.15
Capital work-in-progress	3(a)	210.54	-
Right-of-use assets	3(b)	16.84	-
Deferred tax assets (net)	4	-	-
Income tax assets (net)	5	7.60	5.48
Other non-current assets	6	36.20	4.20
Total non-current assets		**24,091.87**	**26,020.83**
Current Assets			
Financial assets			
(a) Investments	7	1,412.73	-
(b) Trade receivables	8	140.84	255.23
(c) Cash and cash equivalents	9	167.98	85.41
(d) Other financial assets	10	994.97	760.30
Other current assets	11	111.14	148.17
Total current assets		**2,827.66**	**1,249.11**
Total Assets		**26,919.53**	**27,269.94**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	12	6,855.00	6,855.00
Other equity	13	(1,502.85)	(2,032.29)
Total equity		**5,352.15**	**4,822.71**
Liabilities			
Non-current liabilities			
Financial liabilities			
(a) Borrowings	14(a)	19,420.08	19,877.45
(b) Lease liabilities	25	6.60	-
Total non-current liabilities		**19,426.68**	**19,877.45**
Current liabilities			
Financial liabilities			
(a) Borrowings	14(b)	1,751.54	1,394.70
(b) Lease liabilities	25	5.40	-
(c) Trade payables	15		
i) total outstanding dues of micro enterprises and small enterprises		16.90	2.76
ii) total outstanding dues of creditors other than micro enterprises and small enterprises		296.14	372.93
(d) Other financial liabilities	16	60.04	119.51
Other current liabilities	17	10.68	679.88
Total current liabilities		**2,140.70**	**2,569.78**
Total Equity and Liabilities		**26,919.53**	**27,269.94**
Summary of material accounting policies		2	

The above Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Income			
Revenue from operations	18	2,639.44	2,578.37
Other income	19	102.75	83.00
Total Income		**2,742.19**	**2,661.37**
Expenses			
Finance costs	20	1,923.91	1,992.86
Depreciation and impairment expense	21	1,178.44	1,335.22
Other expenses	22	1,685.49	621.19
Total Expenses		**4,787.84**	**3,949.27**
Loss before exceptional items and tax		**(2,045.65)**	**(1,287.90)**
Exceptional Items	30	2,575.09	-
Profit/(Loss) before tax		**529.44**	**(1,287.90)**
Tax expense			
Current tax	4	-	-
Deferred tax	4	-	-
Profit/(Loss) for the year		**529.44**	**(1,287.90)**
Total comprehensive income for the year		**529.44**	**(1,287.90)**
Earnings/Loss per equity share			
Basic & Diluted [nominal value per share ₹ 10/-]	23	**0.77**	**(1.88)**
Summary of material accounting policies	2		

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of First Energy 4 Private Limited

Anjali Lothe
Director
DIN : 10134848

Ravi Damaraju
Director
DIN : 09554649

Abhishek Agrawal
Chief Executive Officer

Meghana Supekar
Chief Financial Officer

Place: Pune
Date : April 23, 2026

Statement of cash flows for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A)	**Cash flows used in operating activities**		
	Profit/(Loss) before tax	529.44	(1,287.90)
	Adjustments for		
	Depreciation and impairment expense	1,178.44	1,335.22
	Provisions no longer required written back - Repairs and maintenance	(215.40)	(12.50)
	Finance costs	1,923.91	1,992.86
	Interest income from financial assets at amortised cost	(36.53)	(16.43)
	Asset related insurance claim	(2,196.00)	-
	Gain on mutual fund measured at fair value through profit or loss	(66.00)	(53.96)
	Loss on sale of asset	986.85	-
	Working capital adjustments		
	Decrease in trade receivables	114.39	10.10
	(Increase) in other financial assets	(203.41)	(4.39)
	(Increase)/ decrease in other assets	38.15	(103.79)
	Increase in trade payables	152.75	74.24
	Increase/ (decrease) in other liabilities	(669.20)	1.89
	Increase/(decrease) in other financial liabilities	(0.08)	(1.74)
	Cash generated from operations	**1,537.31**	**1,933.60**
	Income taxes paid (net of refunds)	(2.12)	(1.68)
	Net cash generated from operating activities	**1,535.19**	**1,931.92**
B)	**Cash flows from investing activities**		
	Payment for property, plant and equipment	(467.39)	(2,422.78)
	Proceeds from sale of property, plant and equipment	192.00	-
	Proceed on account of Insurance claim	2,196.00	-
	Investment in mutual funds	(2,920.01)	(507.97)
	Proceeds from sale of mutual funds	1,573.28	2,254.92
	Fixed deposits placed with banks	(20.33)	(493.41)
	Interest received	25.60	17.19
	Net cash flows used in investing activities	**579.15**	**(1,152.05)**
C)	**Cash flows from financing activities**		
	Proceeds from borrowings	180.00	1,191.00
	Repayment of borrowings	(370.49)	(229.88)
	Transaction cost for availing borrowings	-	(8.62)
	Interest paid on borrowing	(1,833.56)	(1,908.50)
	Payments of lease liabilities (inclusive of interest accrued of Rs 0.39 lakhs)	(6.60)	-
	Initial cost for right-of-use	(1.12)	-
	Net cash flows used in financing activities	**(2,031.77)**	**(956.00)**
	Net increase/ (decrease) in cash and cash equivalents	**82.57**	**(176.13)**
	Cash and cash equivalents at the beginning of the financial year	85.41	261.54
	Cash and cash equivalents at the end of the financial year	**167.98**	**85.41**
	Non-cash investing activities		
	-Acquisition of right-of-use assets	19.33	-

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

	March 31, 2026	March 31, 2025
Cash and cash equivalent [refer note 9]	167.98	85.41
Balances as per Statement of Cash Flows	**167.98**	**85.41**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7: Statement of Cash Flows'.

ii) Refer note 14(b) for net debt reconciliation

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

As per our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 4 Private Limited

Anjali Lothe
Director
DIN : 10134848

Ravi Damaraju
Director
DIN : 09554649

Abhishek Agrawal
Chief Executive Officer

Meghana Supekar
Chief Financial Officer

Place: Pune
Date : April 23, 2026

First Energy 4 Private Limited

Statement of changes in equity for the year ended March 31, 2026
(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

A. Equity Share Capital

Particulars	Amount
As at April 1, 2024	**6,855.00**
Issued during the year	-
As at March 31, 2025	**6,855.00**
Issued during the year	-
As at March 31, 2026	**6,855.00**

B Other Equity

Particulars	Retained Earnings	Total
As at April 1, 2024	(744.39)	(744.39)
Loss for the year	(1,287.90)	(1,287.90)
Total comprehensive income for the year	**(1,287.90)**	**(1,287.90)**
As at March 31, 2025	**(2,032.29)**	**(2,032.29)**
Profit for the year	529.44	529.44
Total comprehensive income for the year	**529.44**	**529.44**
As at March 31, 2026	**(1,502.85)**	**(1,502.85)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
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Chief Financial Officer

Place: Pune
Date : April 23, 2026

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy 4 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on December 7, 2022 under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business as a producer of solar power.

The address of the Company's registered office is 7th Floor, fountainhead Tower 1, Viman Nagar, Pune - 411014. The Board of Directors have authorized to issue these financial statements on April 23, 2026. The CIN of the Company is U40100PN2022PTC216736.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1. Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value (refer accounting policy regarding financial instruments);

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied to consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in power purchase agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

At the end of each reporting period, the Company updates the estimated transaction price to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period. The Company accounts for such changes in the transaction price (including claims). Consideration / claim payable to a customer includes cash amounts that an entity pays to the customer. The Company accounts for consideration payable to a customer as a reduction of the transaction price and, therefore, of revenue unless the payment to the customer is in exchange for a distinct good or service that the customer transfers to the entity. The consideration payable to a customer includes a variable amount.

Variable consideration:

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

b. Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment and capital work in progress are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15
Building	30	3 to 30
Furniture and fixtures	10	10
Computers	3	3
Roads	3	3
Office equipment	5	5

Also refer 2.3.c for other accounting policies relating to Property, plant and equipment.

c. Borrowing costs

Where the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs eligible for capitalization are determined as the actual borrowing costs incurred on such specific borrowings during the period, less any investment income earned on the temporary investment of those borrowed funds pending their utilization on the qualifying asset; accordingly, the net borrowing costs, after deduction of such temporary investment income, are capitalized as part of the cost of the qualifying asset in accordance with IAS 23 – Borrowing Costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

d. Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

e. Exceptional items refer to items of income or expense, including tax items, within the statement of profit and loss from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Company.

f. Insurance income, is recognized in the profit and loss statement when it is probable that the economic benefits associated with the transaction will flow to the entity and the amount of income can be measured reliably.

In the case of insurance income, the company recognizes the insurance claim receivable as income when the claim is admitted by the insurer or when there is virtual certainty of the claim being accepted based on communication with the insurer.

Insurance proceeds related to loss or damage of assets are recognized in the statement of profit and loss except to the extent that they represent reimbursement of the carrying amount of an asset which has been written down or written off, in which case, such proceeds are adjusted against the carrying amount of the relevant asset.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

iv. Equity investments

All equity investments in scope of Ind AS 109 - "Financial Instruments", are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. Currently, for all equity instruments, subsequent changes in the fair value is recognized in Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Property, plant and equipment (PPE)

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Income recognition

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the Statement of Profit and Loss.

e. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

f. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

g. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

h. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of Profit and Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

i. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

j. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

k. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

l. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

m. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Impairment of property, plant and equipment

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected generation based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would lead to recoverable amount and conclusion on impairment assessment.

ii. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

iii. Deferred taxes

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

2.5 Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3 (a) Property, Plant and Equipment

Particulars	Freehold Land	Buildings	Plant and Machinery	Office Equipment	Roads	Furniture	Computer	Total	Capital work-in-progress
Gross carrying amount:									
As at April 1, 2024	**257.81**	**386.69**	**26,077.14**	**5.60**	**214.11**	**7.00**	**0.35**	**26,948.70**	-
Additions	-	-	982.13	4.47	-	-	-	986.60	-
Deduction/Transfer	-	-	-	-	-	-	-	-	-
As at March 31, 2025	**257.81**	**386.69**	**27,059.27**	**10.07**	**214.11**	**7.00**	**0.35**	**27,935.30**	**-**
Additions	-	-	166.06	-	-	-	-	166.06	376.60
Deduction	-	-	1,269.23	-	-	-	-	1,269.23	(166.06)
As at March 31, 2026	**257.81**	**386.69**	**25,956.10**	**10.07**	**214.11**	**7.00**	**0.35**	**26,832.13**	**210.54**
Accumulated depreciation and impairment									
As at April 1, 2024	**-**	**23.18**	**530.63**	**0.54**	**34.18**	**0.34**	**0.06**	**588.93**	**-**
For the year	-	45.99	1,064.10	1.82	67.80	0.67	0.11	1,180.49	-
Impairment loss (refer note 30)	-	-	154.73	-				154.73	-
As at March 31, 2025	**-**	**69.17**	**1,749.46**	**2.36**	**101.98**	**1.01**	**0.17**	**1,924.15**	**-**
For the year	-	45.99	1,059.46	1.91	67.81	0.67	0.11	1,175.95	-
Deduction	-	-	(88.66)	-	-	-	-	(88.66)	-
As at March 31, 2026	**-**	**115.16**	**2,720.26**	**4.27**	**169.79**	**1.68**	**0.28**	**3,011.44**	**-**
Net carrying amount:									
As at March 31, 2026	**257.81**	**271.53**	**23,235.84**	**5.80**	**44.32**	**5.32**	**0.07**	**23,820.69**	**210.54**
As at March 31, 2025	**257.81**	**317.52**	**25,309.81**	**7.71**	**112.13**	**5.99**	**0.18**	**26,011.15**	**-**

i) See note 14 for information on property, plant and equipment pledged as security by the Company.

ii) See note 24 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

iii) Capital work-in-progress mainly comprises construction of solar plant..

iii) Refer note 30 for disclosure of impairment expenses during the year

Ageing of capital work-in-progress

Particulars/Projects	As at March 31, 2026					
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	2 to 3 years	Total
Projects in progress						
Extenstion of existing 38.20 MW Solar project	210.54	-	-	-	-	-

Capital work-in-progress balances pertained to solar project is overdue and is expected to complete by June 2026. It has not exceeded its original planned cost.

3(b) Right- of- use assets

Particulars	Land Freehold	Total
Gross Block		
As at March 31, 2025	**-**	**-**
Additions*	19.33	19.33
Deductions	-	-
As at March 31, 2026	**19.33**	**19.33**
Accumulated Amortization		
As at March 31, 2025	**-**	**-**
Charges for the year	2.49	2.49
Deductions	-	-
As at March 31, 2026	**2.49**	**2.49**
Net Block		
As at March 31, 2026	**16.84**	**16.84**
As at March 31, 2025	**-**	**-**

The Company has taken land on lease which has been accounted in accordance with Ind AS 116-Leases under right of use assets.

Refer note 25 for further disclosure on leases.

*Includes initial direct costs incurred by the Company amounting to Rs. 1.16 lakhs.

4. Deferred tax assets

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred Tax Assets		
Losses available for offsetting future taxable income	3,151.75	2,590.12
Others	3.74	-
Total	**3,155.49**	**2,590.12**
Deferred Tax Liabilities		
Depreciation of property, plant and equipment	3,128.68	2,573.55
Ind AS impact on borrowings	15.58	16.57
Others	11.23	-
Total	**3,155.49**	**2,590.12**
Net Deferred Tax Assets	**-**	**-**

The Company has tax losses of Rs. 1,252.91 lakhs (March 31, 2025 - Rs 1,938.30 lakhs) that are available for offsetting for future taxable profits. Deferred tax assets have not been recognised in respect of these losses as they may not be used to offset taxable profit elsewhere in the company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the company was able to recognise all unrecognised deferred tax assets, the retained earnings for the year would have increased by Rs. 215.00 lakhs (March 31, 2025 - Rs. 332.61 lakhs).

Particulars	Expiry date	As at March 31, 2026		As at March 31, 2025	
		Amount	Tax Impact	Amount	Tax Impact
Unabsorbed depreciation	No Expiry period	1,252.91	215.00	1,938.30	332.61
Total		**1,252.91**	**215.00**	**1,938.30**	**332.61**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit and Loss is as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Profit/ (Loss) before tax	529.44	(1,287.90)
Income tax rate	17.16%	17.16%
Expected tax expense / (credit)	90.85	(221.00)
Losses on which deferred tax assets not been recognised	-	221.00
Deferred tax asset pertaining to previous year created during the year	(90.85)	-
Total tax expense	**-**	**-**

5. Income tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	5.48	3.80
Add: Taxes paid during the year	6.16	2.78
Less: Amount received during the year	(4.04)	(1.10)
Total	**7.60**	**5.48**

6. Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	33.12	-
Prepaid expenses	3.08	4.20
Total	**36.20**	**4.20**

7. Current investments

Particulars	Number of units		Amount	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Investment at fair value through Profit and Loss				
Investments in Mutual Funds:				
Axis Overnight Fund	17,404	-	247.22	-
Nippon India Liquid Fund - Growth - Regular	1,902	-	126.51	-
Tata Liquid Fund Regular	12,100	-	519.61	-
Kotak Liquid Fund Regular	9,429	-	519.39	-
Total current investments	**40,835.00**		**1,412.73**	**-**
Aggregate value of quoted investments and market value thereof			1,412.73	-
Aggregate value of unquoted investments			-	-
Aggregate amount of impairment in the value of investments			-	-

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

8. Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables		
-Unbilled*	140.84	255.23
-Billed	-	-
Total	**140.84**	**255.23**
Break-up for security details:		
Trade receivables considered good - Unsecured	140.84	255.23
	140.84	**255.23**
Less: Loss allowance	-	-
Total	**140.84**	**255.23**

No trade or other receivables are due from directors or officers of the company either severally or jointly with any other person nor any trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivables are unbilled because the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Trade receivables ageing:

As at March 31, 2026

Particulars/Projects	Unbilled	Not due	Outstanding for the following period from due date of payments			Total
			Less than 6 months	6 months-1 year	1-2 years	
Undisputed Trade Receivables-considered good	140.84	-	-	-	-	140.84
Total	**140.84**	**-**	**-**	**-**	**-**	**140.84**

As at March 31, 2025

Particulars/Projects	Unbilled	Not due	Outstanding for the following period from due date of payments			Total
			Less than 6 months	6 months-1 year	1-2 years	
Undisputed Trade Receivables-considered good	255.23	-	-	-	-	255.23
Total	**255.23**	**-**	**-**	**-**	**-**	**255.23**

9. Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with Bank		
-In current accounts	167.98	85.41
Total	**167.98**	**85.41**

10. Other financial assets (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Security deposits	262.50	262.50
Deposit with original maturity of more than twelve months*	513.74	493.41
Interest accrued on fixed deposit	10.93	-
Other receivables	207.80	4.39
Total	**994.97**	**760.30**

*Includes Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period amounting to Rs 513.74 lakhs (March 31, 2025: Rs 493.41 lakhs)

11. Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Advance to suppliers	29.15	-
Prepaid expenses	81.99	147.65
Balances with government authorities	-	0.52
Total	**111.14**	**148.17**

12 Share Capital

(a) Authorized share Capital

Equity shares of ₹ 10 each

Particulars	No. of shares	Amount
As at March 31, 2024	**69,000,000**	**6,900.00**
Increase during the year	-	-
As at March 31, 2025	**69,000,000**	**6,900.00**
Increase during the year	-	-
As at March 31, 2026	**69,000,000**	**6,900.00**

b. Issued, Subscribed and Fully Paid up Share Capital

Equity shares of ₹ 10 each

Particulars	No. of shares	Amount
As at March 31, 2024	68,550,000	**6,855.00**
Changes during the year	-	-
As at March 31, 2025	**68,550,000**	**6,855.00**
Changes during the year	-	-
As at March 31, 2026	**68,550,000**	**6,855.00**

(c) Terms/Rights attached to the equity shares

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

(d) Equity shares held by holding company

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Private Limited (including 6 shares held by nominee shareholders)	50,720,000	5,072.00	50,720,000	5,072.00
Equity shares of Rs 10 each				

e) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited, India		
% Holding	73.99%	73.99%
No. of shares	50,720,000	50,720,000
(ii) MRF Limited		
% Holding	19.10%	19.10%
No. of shares	13,090,000	13,090,000
(iii) Sundram Fasteners Limited		
% Holding	6.91%	6.91%
No. of shares	4,740,000	4,740,000

f) Shares held by promoters at the end of the year/period

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited	5,07,20,000	73.99%	5,07,20,000	73.99%	0.00%

*Refer note 14(a)(ii) for pledge of shares of holding company

g) Aggregate number of shares issued for consideration other than cash :

There were no buy back of shares/issue of shares for consideration other than cash during the period of five years immediately proceeding the reporting date.

13. Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained earnings		
Opening balance	(2,032.29)	(744.39)
Profit/(Loss) for the year	529.44	(1,287.90)
Total	**(1,502.85)**	**(2,032.29)**

14. Borrowings

(a) Non-current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Indian rupee loans from banks*	19,880.49	20,246.57
Less: Current maturities of long-term borrowings (included in current borrowings)	460.41	369.12
Total	**19,420.08**	**19,877.45**
Unsecured loan		
Loan from holding company	199.75	-
Less: Current maturities of loan from holding company (included in current borrowings)	199.75	-
Total	**19,420.08**	**19,877.45**

* After considering unamortised expense of Rs. 92.14 lakhs (March 31, 2025 - Rs. 96.55 lakhs).

Aggregate secured borrowings	19,420.08	19,877.45
Aggregate unsecured borrowings	-	-

(i) Loans are measured at amortised cost.

Particulars	Date of maturity	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from ICICI Bank	August 1, 2043	Repayable in 78 structured quarterly instalments from July 1, 2024	1 Year MCLR p.a. +Spread: 0.30% p.a	10,037.67	10,361.33
Loan from Axis Bank	August 1, 2043	Repayable in 78 structured quarterly instalments from July 1, 2024	1 Year MCLR p.a. +Spread: 0.30% p.a	9,842.82	9,885.24
Loan from Holding company	October 31, 2026 (Previous year - September 27, 2025)	Repayable in single/ multiple tranches along with the accumulated interest thereon	8.65% (March 31, 2025 - 8.95%)	199.75	-

ii) Details of Security

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of total shares of the Company, held by the holding company.

(b) Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Current maturities of long term debts	460.41	369.12
Unsecured loans		
Loan from holding company	1,091.38	1,025.58
Current maturities of loan from holding company	199.75	-
Total	**1,751.54**	**1,394.70**
Aggregate secured borrowings	460.41	369.12
Aggregate unsecured borrowings	1,291.13	1,025.58

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from Holding company	April 13, 2026 (Previous year -September 27, 2025)	Repayable in single/multiple tranches along with the accumulated interest thereon	8.65% (March 31, 2025 - 8.95%)	1,091.38	1,025.58

During the year, the Company has used all the borrowings for specific purpose for which they have been obtained.

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Mutual fund	1,412.73	-
Cash and cash equivalents	167.98	85.41
Lease Liabilities	(12.00)	-
Borrowings	(21,171.62)	(21,272.15)
Net debt	**(19,602.91)**	**(21,186.74)**

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Assets		Liabilities from financing activities		Total
	Cash and cash equivalents	Liquid investments	Lease Liabilities	Borrowings including accrued interest	
Net debt as at April 1, 2024	**261.54**	**-**	**-**	**(20,235.28)**	**(19,973.74)**
Cash flows	(176.13)	-	-	(952.51)	(1,128.64)
Interest expenses	-	-	-	(1,992.86)	(1,992.86)
Interest paid	-	-	-	1,908.50	1,908.50
Net debt as at March 31, 2025	**85.41**	**-**	**-**	**(21,272.15)**	**(21,186.74)**
Additions of lease	-	-	(18.21)	-	(18.21)
Cash flows	82.57	1,346.73	6.60	190.49	1,626.40
Interest capitalised	-	-	-	-	-
Interest expenses	-	-	(0.39)	(1,923.52)	(1,923.91)
Interest paid	-	-	-	1,833.56	1,833.56
Fair value adjustments	-	66.00	-	-	66.00
Net debt as at March 31, 2026	**167.98**	**1,412.73**	**(12.00)**	**(21,171.62)**	**(19,602.91)**

Liquid investments comprise current investments that are traded in an active market, being the Company's financial asset held at fair value through profit or loss.

15. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises (Refer note 33)	16.90	2.76
Total outstanding dues of creditors other than micro and small enterprises		
i) Related parties (refer note 26)	139.17	67.59
ii) Others	156.97	305.34
Total	**313.04**	**375.69**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	5.54	-	11.36	-	-	-	16.90
(ii) Others	135.69	-	114.16	-	46.28	-	296.14
Total	**141.23**	**-**	**125.52**	**-**	**46.28**	**-**	**313.04**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	2.23	0.25	0.22	0.06	-	-	2.76
(ii) Others	303.38	67.70	1.85	-	-	-	372.93
Total	**305.61**	**67.95**	**2.07**	**0.06**	**-**	**-**	**375.69**

16. Other financial liabilities (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Payable for property, plant and equipment	60.04	119.43
Other payables	-	0.08
Total	**60.04**	**119.51**

17. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Advance from customers (Contract liabilities)	-	2.17
Statutory tax payables	10.68	0.04
Advance from insurance company (refer note 30)	-	677.67
Total	**10.68**	**679.88**

18. Revenue from operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contract with customers:		
Revenue from power supply	2,639.44	2,578.37
Total	**2,639.44**	**2,578.37**

Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	2,639.44	2,578.37
At a point in time basis	-	-
Total revenue from contracts with customers	**2,639.44**	**2,578.37**
ii) Revenue by geographical market:		
Within India	2,639.44	2,578.37
Outside India	-	-
Total revenue from contracts with customers	**2,639.44**	**2,578.37**

iii) Reconciliation between revenue recognised in Statement of Profit and Loss and contract price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract price	2,766.64	2,578.37
Customer Claims	(127.20)	-
Total Revenue recognised	**2,639.44**	**2,578.37**

iv) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

19. Other income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest on income tax refund	0.22	0.11
Interest income from financial assets at amortised cost	36.53	16.43
Gain on sale of mutual fund measured at fair value through profit and loss	66.00	53.96
Provisions no longer required written back	-	12.50
Total	**102.75**	**83.00**

20. Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on financial liabilities measured at amortised cost		
-bank	1,828.47	1,954.92
-holding company	95.05	37.94
Interest on lease liabilities	0.39	-
Total	**1,923.91**	**1,992.86**

21. Depreciation and impairment expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	1,175.95	1,180.49
Impairment of property, plant and equipment (refer note 30)	-	154.73
Amortisation on leasehold land	2.49	-
Total	**1,178.44**	**1,335.22**

22. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Freight inward	0.54	-
Labour charges	-	0.62
Site expenses	94.43	68.67
Rent expenses	7.29	3.07
Rates and taxes	3.61	43.55
Insurance	249.25	216.77
Repairs and maintenance	3.80	11.94
Travelling and conveyance	16.63	18.70
Legal & professional charges	18.44	19.17
Technical charges/ fees	47.80	19.62
Auditor's remuneration (refer below note)	2.95	2.95
Loss on sale of Asset	986.85	-
Director remuneration	3.30	3.30
Bank charges	4.66	-
Management fees	46.19	32.10
Operation and maintenance charges	199.49	171.32
Miscellaneous expenses	0.26	9.41
Total	**1,685.49**	**621.19**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current and previous year.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory audit fees (Including GST)	2.95	2.95
Total	**2.95**	**2.95**

23. Loss per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net profit/(loss) attributable to the equity shareholders of the Company	529.44	(1,287.90)
Weighted average number of equity shares of Rs.10/- each	68,550,000	68,550,000
Basic and Diluted Profit/(loss) per share	**0.77**	**(1.88)**

24. Contingent liabilities and commitments

Contingent liabilities

There are no liabilities of contingent nature.

Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Rs. 1,266.82 lakhs (March 31 2025: Rs. Nil).

25 Leasing Arrangements

Company as lessee

The Company has taken land on leases for a tenure of 3 years. There are no variable lease payments and residual value guarantees for these leases.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Carrying amounts of lease liabilities and the movements during the year:

Particulars	As at March 31, 2026
At the beginning of the year	-
Additions	18.21
Accretion of interest	0.39
Payments made	(6.60)
As at end of the year	**12.00**
Current portion of lease liabilities	5.40
Non-current portion of lease liabilities	6.60
Total	**12.00**

Details of amounts recognised in Statement of Profit and Loss

Particulars	As at March 31, 2026
Amortisation of right-of-use assets	2.49
Interest expense on lease liabilities	0.39
Less: Capitalised during the year	-
Total amount recognised in Statement of Profit and Loss	**2.88**

The total cash outflow for leases for the year was Rs. 7.76 Lakhs

Extension and termination options are included in the lease. This is used to maximise operational flexibility in terms of managing the assets used in the company's operations. Extension and termination options held are exercisable only by the company's and not by the respective lessor.

26. Related party disclosures

A Immediate holding company

First Energy Private Limited

B Ultimate holding company

RDA Holding Private Limited

C Intermediate holding company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel:

1 Mr. Ravi Damaraju - Director

2 Mr. Sandeep Deshpande - Director

3 Mr. Ashok Joshi - Independent director (w.e.f. January 11, 2024)

4 Mr. Sourabh Sonawane - Company Secretary (w.e.f. May 02, 2024 till November 12, 2025)*

5 Mr. Sanjay Parande - Independent director (w.e.f. January 11, 2024)

6 Mrs. Anjali Lothe - Director (w.e.f. April 29, 2025)

7 Mrs. Meghna Supekar - Chief Financial Officer

8 Mr. Mitish Somani - Director (till April 5, 2024)

9 Mr. Abhishek Agarwal - Chief Executive Officer

*As per the provisions of the Companies Act, 2013, the new company secretary can be appointed within a period of six months from the date of creation of casual vacancy. Accordingly, the Company is required to appoint a new Company secretary till May 11, 2026.

E Entities under common control with whom there have been transactions during the year

First Energy 5 Private Limited

First Energy 7 Private Limited

F Transactions with Related parties:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
With Immediate holding company		
First Energy Private Limited		
Interest expenses	95.05	37.94
Management fee	46.19	32.10
Reimbursement of expenses paid (including capitalised)	1.29	0.05
Loan taken	180.00	818.00
Lease rent paid	7.79	
First Energy 7 Private Limited		
Reimbursement of expenses received	-	1.33
First Energy 5 Private Limited		
Reimbursement of expenses	25.84	-
Key management personnel compensation		
Short term employee benefits (Director sitting fees)	3.30	3.30

G Outstanding balances

Particulars	As at March 31, 2026	As at March 31, 2025
Immediate holding company		
Borrowings (Including interest accrued)	1,291.13	1,025.58
Trade payables	113.33	67.59
Other payable	0.08	0.05
With group company		
First Energy 5 Private Limited		
Trade Payables	25.84	-
Other receivable	4.39	4.39

H Terms and conditions for outstanding balances

All outstanding balances are unsecured, interest free except for borrowings and payable in cash. For details of interest on borrowings, refer note 14.

The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

27 Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payable	313.04	375.69
Borrowings	21,171.62	21,272.15
Other liabilities	60.04	119.51
Total	**21,544.70**	**21,767.35**
Current liabilities	2,124.62	1,889.90
Non current liabilities	19,420.08	19,877.45
Total	**21,544.70**	**21,767.35**

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	140.84	255.23
Cash and cash equivalents	167.98	85.41
Other financial assets	994.97	760.30
Total	**1,303.79**	**1,100.94**
Current assets	1,303.79	1,100.94
Non-current assets	-	-
Total	**1,303.79**	**1,100.94**

The carrying value of trade receivables, cash and cash equivalents, other financial assets, trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable or in case of fixed rate borrowings, movements in interest rates from the recognition of such financial instrument till period end not being material.

Break-up of financial assets carried at fair value through profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets		
Investments		
Mutual funds	1,412.73	-
Total financial assets (current)	**1,412.73**	**-**

Fair value hierarchy

The following table provide the fair value measurement hierarchy of the Company's assets.

Particulars	Date of valuation	Level 1	Level 2	Level 3
Financial Assets				
Investments				
Mutual funds	March 31, 2026	1,412.73	-	-

Level I: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level II: The Fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level III: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of NAV based on report issued by mutual fund house.

28. Financial risk

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents are derived directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The Management of the Company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The Management of the company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk.

The Management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

The sensitivity analyses in the following sections relate to the position as at March 31, 2026 and March 31, 2025

a) 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 exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows :

Particulars	As at March 31, 2026	As at March 31, 2025
Variable rate borrowings	19,880.49	20,246.57

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's loss before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Interest rates - Increase by 25 basis points (March 31, 2025 - 25)	(48.84)	(50.99)
Interest rates - Decrease by 25 basis points (March 31, 2025 - 25)	34.92	50.99

b) Foreign currency risk

'Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the current year and comparative period and hence not exposed to any foreign currency risk.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

c) Price risk

The Company's investments are susceptible to market risk arising from uncertainties about future values of the investment securities. These securities are quoted. The Company manages the price risk through placing limits on individual and total equity/ mutual fund investments. Reports on the investment portfolio are submitted to the management on a regular basis. The Company is not currently exposed significantly to such risks.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and security deposits) and from its investing activities, including deposits with banks.

Expected credit loss for

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit ratings and risk of potential default based on defined credit risk parameters. An impairment analysis is performed based on expected credit loss model at each reporting date. The calculation is based on losses as per historical data and forward looking information. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in notes above. There is no charge of impairment to Statement of Profit and Loss in the current and previous year.

Balances with Banks

Credit risk from balances with banks is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

Other financial assets carried at amortised cost

The Company's other financial assets comprise security deposits held with state electricity authorities, which carry low credit risk. Accordingly, no loss allowance has been recognised.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash, marketable securities the availability of funding through an adequate amount of committed credit facilities to meet obligations. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	1,751.54	1,488.72	1,805.17	16,217.01	21,262.44
Trade payables	313.03	-	-	-	313.03
Lease Liability	6.60	6.60	-	-	13.20
Other financial liabilities	60.04	-	-	-	60.04

March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	1,394.70	1,127.71	1,703.73	17,142.56	21,368.70
Trade payables	375.69	-	-	-	375.69
Other financial liabilities	119.51	-	-	-	119.51

29 Analytical ratios

S.No.	Particulars	Numerator	Denominator	For the year ended March 31, 2026	For the year ended March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current assets	Current liabilities	1.32	0.49	170%	Refer note (iii)
2	Debt-Equity Ratio	Total debt	Shareholders' equity	3.96	4.40	-10%	Not applicable
3	Debt Service Coverage Ratio	Earnings available for debt service (Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt service (Interest + Principal repayments)	1.58	0.92	72%	Refer note (i)
4	Return on Equity	Net profits after taxes	Average shareholder's equity	10.41%	-23.56%	144%	Refer note (i)
5	Return on investment	Investment income	Average investment	5.35%	5.85%	-9%	Not applicable
6	Trade Receivables turnover Ratio	Total sales	Average trade receivable	13.33	9.91	34%	Refer note (ii)
7	Trade payables turnover Ratio	Net credit purchases	Average trade payables	4.89	1.82	169%	Refer note (ii)
8	Net capital turnover Ratio	Total sales	Working capital	3.84	-1.95	297%	Refer note (iii)
9	Return on Capital employed	Earning before interest and taxes (EBIT)	Capital employed	9.25%	2.71%	241%	Refer note (i)
10	Net Profit Ratio	Net Profits/(loss) after taxes	Revenue	0.20	-0.50	140%	Refer note (i)

Working Capital = Current assets less Current liabilities

Capital employed = Tangible Net worth plus total debt

Average = (Opening + Closing)/2

Notes:

(i) Increase in debt service coverage ratio, return on equity, return on capital employed, net capital turnover ratio, net profit ratio resulted is attributable to exceptional income accounted during the year, resulting from insurance claim received during the year.

(ii) Increase in sales and related expenses during the year resulted in increase in trade payable turnover ratio and trade receivable turnover ratio

(iii) Increase in current investments resulted in cash profit and investment in mutual fund resulted in improved current asset ratio and net capital turnover ratio

30. Exceptional Items (Income)

	For the year ended March 31, 2026
Income from Insurance Claim	2,575.09
Total	**2,575.09**

The plant of the Company was hit by unprecedented torrential rain around mid-December 2023 and again in December 2024, resulting in submerging of the project site. The management has performed an assessment of losses incurred on account of these events.

Modules worth Rs. 10,925 lakhs were submerged under water; however, a substantial portion of these modules were subsequently operational with no signs of physical damage, except for a few modules. The management had filed an insurance claim for total loss, inclusive of modules cost, amounting to Rs. 11,700 lakhs, which was later revised to Rs. 7,400 lakhs. The insurance company has acknowledged the intimation of claim and has confirmed that the property and the event are covered under the policy. Further, the insurance company has remitted Rs. 1,000.00 lakhs as on-account payment.

In respect of the December 2023 event, an expense of Rs. 339.29 lakhs pertaining to damage was accounted for as repairs and maintenance cost in the books of account, and the corresponding insurance claim income of Rs. 323.33 lakhs was recognized in the financial year 2023-24, based on management's assessment of the insurance claim being virtually certain.

In respect of the December 2024 event, the management has performed an assessment of losses incurred. Based on the assessment, an amount of Rs. 154.73 lakhs has been recognized as impairment expenses for the damage in the books of account. The management has communicated the extent of damages to the insurer. Discussions with the insurance company for ascertainment of damage were ongoing as at March 31, 2025.

Update for the year:

During the year, the insurance claim has been finalised at INR 2,898.42 Lakhs, representing business interruption and asset-related claims. Out of which

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Claim amounting to INR 323.33 Lakhs has been recognised as Insurance income for the year ended March 31, 2024 and remaning amount of INR 2,575.09 Lakhs basis receipt has been recognised as an exceptional item in the current year.

31 Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

	As at March 31, 2026	As at March 31, 2025
Borrowings including accrued interest	21,171.62	21,272.15
Lease liabilities	12.00	-
Less: Cash and cash equivalents (includes other bank balances)	167.98	85.41
Less: Liquid assets	1,412.73	-
Net debt	**19,602.91**	**21,186.74**
Equity	**5,352.15**	**4,822.71**
Net Debt to Equity	**3.66**	**4.39**

Net debt to equity ratio has decreased on account of increase in liquid assets mainly due to cash inflow arising out of insurance claim.

Loan Covenants

Under the terms of the borrowing facilities, the Company is required to comply with the following financial covenants:

(a) Fixed Asset Coverage Ratio should not be less than 1.24:1

(b) Debt Service coverage ratio (DSCR) to be not less than 1.25

(c) Interest Coverage Ratio does not fall below 1.5:1

(d) Total outside liability/ Tangible Net Worth should not be more than 4:1

The financial covenant are tested based on the audited financial statements after the end of each financial year.

There is no debt covenant breach during the year."

Some of the debt covenants were not complied as at March 31, 2026, refer note 14 for details.

32. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment.

Major customers accounting for more than 10% of total revenue individually

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Customer A	2,009.81	1,873.86
Customer B	756.83	704.52
Total	**2,766.64**	**2,578.37**

33. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Due to small- scale industrial undertakings have been worked out on the basis of information available with the management.

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises*	16.90	2.76
- Interest due thereon	0.07	0.00
The amount of interest paid by the Company 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.	-	-
The amount of payment made to the supplier beyond the appointed day during the year	251.60	30.68
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	0.79	0.08
The amount of interest accrued and remaining unpaid at the end of each accounting year.	0.86	0.08
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.	1.01	0.15

34. Other statutory information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current and previous year.

(iv) There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

a. 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

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

35. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

36. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements of record retention.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 4 Private Limited

Anjali Lothe
Director
DIN : 10134848

Ravi Damaraju
Director
DIN : 09554649

Abhishek Agrawal
Chief Executive Officer

Meghana Supekar
Chief Financial Officer

Place: Pune
Date : April 23, 2026

First Energy 5 Private Limited

Board of Directors
Ravi Damaraju
Sandeep Deshpande
(ceased w.e.f. April 29, 2025)
Sumit Rathi
Ashok Joshi
Sanjay Parande

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
Vinayak Deshpande - CEO
(ceased w.e.f. September 22, 2025)
Anish Kumar - CEO (w.e.f. January 22, 2026)
Sanjay Purohit - CFO
Swara Kharadkar - CS

Bankers
ICICI Bank
Central Bank of India

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure in presenting the Fourth Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	2,793.89	6.00
Profit before finance cost, depreciation, and tax	2,482.80	(106.90)
Finance Cost	2,168.72	-
Profit before depreciation and tax	314.08	(106.90)
Depreciation and impairment	1,322.55	3.10
Profit/(Loss) before tax	(1,008.47)	(109.90)
Provision for taxation (incl. deferred tax)	1.63	-
Items that are not to be reclassified to profit or loss	-	-
Profit/(Loss) after tax	(1,010.10)	(109.90)

State of Company's Affairs

The Company's Renewable Energy project with Wind Technology of 39 MW capacity is fully commissioned and operations are stable. 24 MW out of 39 MW was commissioned in financial year 2024-25 and balance 15 MW was commissioned in the financial year.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves.

During the year, the Company has not transferred any amount to the General Reserve.

Share Capital

During the year there were no changes in the capital structure of the Company. The Paid-up Share Capital of the Company is Rs. 94,98,43,200/- divided into 9,49,84,320 Equity shares of Rs.10/- each. The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors, or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Renewable Energy business and has drawn a mitigation plan to address the same –

- **Land Risk:**

  The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.

- **Risk of Right of Way (RoW) and Resources:**

  This type of risk involves risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also collaborates with competent local infra partners and engages with experienced and capable service partners.

- **Renewable Sources and Grid Availability:**

  The risk identified by the Company is lower generation on account of lower radiation, wind speed, Grid curtailments and failures. The Company continuously studies the radiation levels and Wind Resources Assessment with historical data from reliable sources and accordingly sizes the plant and the financial models for arriving at the right tariff for the available conditions. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.

First Energy 5 Private Limited

- **Plant Uptime and Soiling Losses:**

  This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using waterless robotic technology for cleaning modules and therefore manpower dependency is reduced. The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

- **Regulatory changes:**

  Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety .

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication: HSE Moment/Lessons Learnt – Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors, and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training: HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors
- HSE Digitalization: HSE digital software implemented for hazard reporting, at risk behavior reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sumit Rathi (DIN: 07727272) retires by rotation and being eligible offers, himself for re-appointment. The proposal for re-appointment forms part of the Notice of the Fourth AGM of the Company.

During the year, the following changes took place in the Directors and Key Managerial Personnel(s) of the Company.

- Mr. Vinayak Deshpande resigned as Chief Executive Officer and Key Managerial Personnel of the Company with effect from September 22, 2025.
- Mr. Anish Kumar was appointed as Chief Executive Officer and Key Managerial Personnel of the Company with effect from January 22, 2026.
- Mr. Sandeep Deshpande resigned as the director of the Company with effect from April 29, 2025.
- The appointment of Mr. Sanjay Parande (DIN: 07161299) and Mr. Ashok Joshi (DIN: 02296952), Additional Independent Directors of the Company was regularized in the Annual General Meeting held on July 22, 2025.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance and of its individual Directors.

Policy on appointment and remuneration of directors and key managerial personnel

The Board has adopted a policy on selection and appointment of Directors and remuneration of Directors, KMPs and employees. The Directors do not receive any remuneration except independent directors who are entitled to sitting fees as approved by the Board for each Board/Committee meeting attended. A detailed policy is annexed herewith as Annexure 1 and forms part of this report.

Declaration by Independent Directors

The Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have also confirmed that their names have been added in the data bank maintained by the Indian Institute of Corporate Affairs for independent directors, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, every individual whose name is so included in the data bank shall pass an online proficiency self-assessment test. However, an individual who has fulfilled the criteria prescribed in Rule 6(4) of the said Rules, is exempted from passing the online proficiency self-assessment test. In view of the same, Mr. Sanjay Parande, having met the aforesaid criteria, was exempted from the proficiency self-assessment test and Mr. Ashok Joshi has passed the proficiency self-assessment test.

The Board is of the opinion that the Directors of the Company are eminent persons with integrity and have the necessary expertise and experience to continue to discharge their responsibilities as Directors of the Company.

Board Meetings

During the year, the Board met four times on April 29, 2025, July 22, 2025, October 31, 2025 and January 22, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Independent directors meeting

During the year under review, the independent directors met once on January 21, 2026 where all independent directors were present inter alia to review the performance of the Board and non-independent directors of the Company.

Committees of the Board

The Board has constituted the following committees viz. Audit Committee and Nomination and Remuneration Committee.

Audit Committee

The Audit committee as on March 31, 2026 comprises of all directors being non-executive directors viz Mr. Sanjay Parande as the Chairman and Mr. Ashok Joshi & Mr. Sumit Rathi as members of the committee. The Committee was reconstituted by the Board at its meeting held on April 29, 2025 and Mr. Sumit Rathi was inducted as a member of the Committee

The committee met four times during the year on April 29, 2025, July 22, 2025, October 31, 2025 and January 22, 2026. Further, all the recommendations made by the audit committee were accepted by the Board.

Nomination & Remuneration Committee

The Nomination & Remuneration Committee of the Board of Directors was constituted on July 26, 2024. The committee comprises of all directors being non-executive directors viz Mr. Ashok Joshi as the Chairman and Mr. Sanjay Parande & Mr. Ravi Damaraju as members of the committee. The committee met once on January 22, 2026.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026 and of the loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Audit Committee for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 2 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Wind and associated Renewable energy generation sources for commercial & industrial customers.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the company, will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of Companies Act, 2013 as on March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of one-time settlement with any Bank or Financial Institution.

Vigil mechanism

The Company has adopted the Whistle Blower Policy of Thermax Limited, its Ultimate Holding Company, which enables directors and employees to report genuine concerns in an ethical and transparent manner.

Auditors

Statutory Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five year from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Secretarial Auditors

In accordance with the provisions of Section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ladda Bhutada & Associates, Company Secretaries, Pune, to undertake the secretarial audit of the Company for FY 2025-26. The Secretarial Audit Report for FY 2025-26 is attached as Annexure 3 to this Report.

Internal Auditors

The Board has appointed Mr. Tushar Dahale, Chartered Accountant as the Internal auditor of the Company.

Changes in the Regulatory Provisions and its impact on the business

During the year, the below changes were made to the Regulatory Provisions:

- During the year, Ministry of Power notified an amendment to the Electricity Rules 2005 to clarify that the Minimum 26% equity and minimum 51% consumption is to be maintained by Company as well, in addition to Association of Persons (AoPs). Further, consumption by Holding Company or its subsidiaries in addition to the subsidiary of the Company,

shall qualify as captive consumption. The prevailing requirement of consumption proportional to the equity shareholding has been modified and the consumption is now required to be maximum equal to the equity shareholding. Any energy wheeled more than the equity share will be treated as non-captive and shall attract Cross Subsidy Surcharge and Additional Surcharge. As we have been following the 26-74% from the beginning and allocation of power is done by the Company, this change has no impact on the captive compliance.

- Further, Tamil Nadu Electricity Regulatory Commission (TNERC) announced Industrial grid tariffs for FY 2025-26, wherein energy charges increased from Rs. 7.25/unit to Rs. 7.50/unit. Banking approved in 15 minute time slots, which was further challenged in Madras high court. Also introduced Time of Day charges (25% surcharge during peak hours) and night rebate (5% on energy charges). Captive savings continue to remain attractive for consumers.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
First Energy 5 Private Limited

Ravi Damaraju	**Sumit Rathi**
Director	Director
DIN : 09554649	DIN: 07727272

Pune, April 23, 2026

Annexure 1

Policy on Selection and Appointment of Directors and Remuneration of Directors, KMPs and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Non-Executive Directors (NEDs), based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict-of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration :

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD, WTD & CEO:

i. At the time of appointment or re-appointment, the Managing Director (MD), Whole Time Director (WTD) and Chief Executive Officer (CEO) shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the MD, WTD and CEO within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD, WTD and CEO is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure/consider the following:

a. the relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD, WTD and CEO, the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component.

(ii) The division is based on the fixed salary and performance bonuses.

(iii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

Based on the Annual Business Plan prepared, Individual Contribution Plan (ICP) is prepared by the Senior Management which is agreed upon. It broadly contains certain targets for strategic objectives, operational excellence-oriented initiatives, and business deliverables. The actual performance of individual repartee will be discussed by the MD and CEO at the year's end. Based on the appraisal and overall performance of the Company and after considering the market trends, suitable increments/ variable pay shall be decided by the MD and CEO.

The MD & CEO will present a snapshot of the evaluation carried out to assess the performance of the Whole-time Director, while recommending the annual increment of the NRC, for its review and approval.

First Energy 5 Private Limited

Annexure 2

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. Attention of members is drawn to the disclosure of transactions with such related parties as set out in Note No. 25 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 5 Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN: 07727272

Pune, April 23, 2026

Annexure 3

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

For the Financial Year Ended March 31, 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,

FIRST ENERGY 5 PRIVATE LIMITED
Regd. Office Address: 7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014, Maharashtra, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. First Energy 5 Private Limited** bearing **CIN: U40200PN2022PTC216938** (hereinafter called 'the Company'). The Secretarial Audit was conducted in a manner that provided a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Report on Secretarial Records and Compliances made thereunder

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

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

i. The Companies Act, 2013 (the Act) and the rules made there under;

ii. The Securities Contracts (Regulation) Act, 1956, (SCRA) and the rules made thereunder; Not applicable;

iii. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, and the Regulations and Bye-laws framed thereunder; Not applicable;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings; Not applicable;

v. The Company is not listed on any Stock Exchange in India hence the Acts, Regulations, Guidelines etc., related to SEBI were not applicable to the Company;

vi. As per the management representation, no other laws applicable except mentioned below specifically to the Company during the audit period:

   (a) The Indian Contract Act, 1872

   (b) The Income Tax, 1961

   (c) The Goods and Service Tax Act, 2017

   (d) The Electricity Act, 2003

   (e) The Indian Stamp Act, 1899 and The Maharashtra Stamp Act, 1958

   (f) The Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2017 and The Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Rules, 2018.

   (g) The Factories Act, 1948 and other allied State wise Factories Rules wherever the sites are located.

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

(i) Secretarial Standards as issued and notified by The Institute of Company Secretaries of India relating to Board Meetings and General Meetings: During the Year ended March 31, 2026, the Company has complied with the applicable clauses of Secretarial Standards (SS-1 and SS-2) issued by the Institute of Company Secretaries of India and it was noted that the Company has complied with the same to the extent possible.

(ii) The Listing agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited and Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015; Not applicable

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company has been duly constituted with proper balance of Non-Executive and Independent Directors, the changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

   1.1. Mr. Sandeep Prabhakar Deshpande (DIN: 09748806) who was appointed as Director has resigned from the post of Director w.e.f. close of business hours of April 29, 2025.

   1.2. Mr. Sanjay Dinkar Parande (DIN: 07161299) who appointed as Additional Independent Director w.e.f. July 26, 2024 has been regularized as Independent Director of the Company in third (3rd) Annual General Meeting w.e.f. July 22, 2025.

   1.3. Mr. Ashok Keshav Joshi (DIN: 02296952) who was appointed as Additional Independent Director w.e.f. July 26, 2024, has been regularized as Independent Director of the Company in third (3rd) Annual General Meeting w.e.f. July 22, 2025.

   1.4. Mr. Ravi Damaraju (DIN: 09554649) who was eligible to retire by rotation has been re- appointed as a director of the company.

   1.5. Mr. Vinayak Vyanktesh Deshpande (PAN: AFAPD0344M) Chief Executive Officer and Key Managerial Personnel (KMP) of the Company, has resigned from the post of CEO w.e.f. September 22, 2025.

   1.6. Mr. Anish Kumar (PAN: AMQPK4932M) appointed as the Chief Executive Officer and Key Managerial Personnel (KMP) of the Company on the recommendation of Nomination and Remuneration Committee w.e.f. January 22, 2026 by the board.

2. Adequate notice(s) have been given to all directors to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance, compliance as required under the Act has been made by the Company and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

3. All the decisions in the board meetings were carried through by majority while there were no dissenting member's views and hence not captured and recorded as part of the minutes.

We further report that there are adequate systems and process in the Company commensurate with the size and operations of the Company to monitor and ensure compliances with the applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company has following events /actions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards & guidelines, if any, as may be referred to above:

i. In line with the provisions of section 204 of the Companies Act, 2013, the Company has appointed M/s. Ladda Bhutada & Associates, Company Secretaries Firm as Secretarial Auditor for FY 2025-26 in the board meeting held on April 29, 2025.

ii. The Board Committees, namely Audit Committee and Nomination and Remuneration Committee have met four (4) times and one (1) times respectively. Further during the financial year the audit committee was re-constituted in the board meeting dated April 29, 2025.

iii. Pursuant to transfer of shares at end of March 2025 in dematerialized form from one nominee to another nominee, the Company has filed prescribed e-form for the change of nominee under section 89 with the Registrar.

iv. The Internal Auditor – Mr. Satish Jayaram, Chartered Accountant, of the Company has tendered his resignation w.e.f. July 22, 2025. Further, in line with the provisions of section 138 of the Companies Act, 2013, the Company has appointed Mr. Tushar Dahale, Chartered Accountant as Internal Auditor w.e.f. July 22, 2025.

v. The Company shifted its registered office address from 6th Floor, Office No. 601 Cello Platina, F.C. Road Shivajinagar, Pune – 411005, Maharashtra, India, to 7th Floor, Fountainhead Tower 1, Viman Nagar, Pune – 411014, Maharashtra, India within the local limits of the city w.e.f. January 22, 2026.

For Ladda Bhutada & Associates,
Company Secretaries,
ICSI Unique Code: P2009MH019500
Peer Review Cert. No.: 3288/2023

CS Pramodkumar R. Ladda
Partner
FCS: 7326; COP No.: 8006
ICSI UDIN: F007326H000213521

Date: April 27,2026

Place: Pune, Bharat

Note: This report is to be read with Annexure A, which forms an integral part of this report.

Annexure - 'A'

To the Secretarial Audit Report

For the financial year ended 31st March, 2026

To,

The Members,

FIRST ENERGY 5 PRIVATE LIMITED
Regd. Office Address: 7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014, Maharashtra, India.

Our Secretarial Audit report for the financial year ending March 31, 2026, of even date is to be read along with this letter.

A. Management's Responsibility

It is the responsibility of the management of the company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

B. Auditor's Responsibility

1. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to Secretarial Compliances.

2. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

3. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

4. We have followed the audit practice 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.

C. Disclaimer

1. 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.

2. The Secretarial Audit report is neither an assurance as to the future liability of the Company nor of the efficiency of effectiveness with which the management has conducted the affairs of the Company.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

For Ladda Bhutada & Associates,
Company Secretaries,
ICSI Unique Code: P2009MH019500
Peer Review Cert. No.: 3288/2023

CS Pramodkumar R. Ladda
Partner
FCS: 7326; COP No.: 8006
ICSI UDIN: F007326H000213521

Date: April 27,2026

Place: Pune, Bharat

First Energy 5 Private Limited

INDEPENDENT AUDITOR'S REPORT

To the Members of First Energy 5 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy 5 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 32(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 32(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has paid for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654JHOPUU2415
Place: Pune
Date: May 04, 2026

First Energy 5 Private Limited

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy 5 Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy 5 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654JHOPUU2415
Place: Pune
Date: May 04, 2026

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy 5 Private Limited on the financial statements as of and for the year ended March 31, 2026

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties as disclosed in Note 3 to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions on the basis of security of current assets and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in three mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income taxes, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including goods and services tax and other statutory dues, as applicable, with the appropriate authorities. However, there are no arrears of statutory dues outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans during the year ended March 31, 2026 and there was no unutilized balance of term loan obtained in earlier years as on April 1, 2025. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that the Company has utilised funds raised on short-term basis aggregating Rs. 3,686.77 Lakhs for long-term purposes.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Further, no such report has been filed by any other auditor appointed by the Company under the Act. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026, of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year and had incurred cash losses of Rs. 112.84 Lakhs in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654JHOPUU2415
Place: Pune
Date: May 04, 2026

Balance Sheet as at 31.03.2026

(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3	41,583.51	27,599.29
Capital work-in-progress	3	-	12,811.25
Deferred tax assets (net)	4	-	-
Income tax assets (net)	5	2.27	22.57
Other non-current assets	6(a)	1.90	578.09
Total Non-current assets		**41,587.68**	**41,011.20**
Current assets			
Financial assets			
(a) Investments	7	251.99	-
(b) Trade receivables	8	1,042.24	46.92
(c) Cash and cash equivalents	9(a)	244.94	936.98
(d) Bank balances other than (c) above	9(b)	197.92	-
(e) Other financial assets	10	322.16	277.67
Other current assets	6(b)	36.35	17.35
Total Current assets		**2,095.60**	**1,278.92**
Total Assets		**43,683.28**	**42,290.12**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	9,498.43	9,498.43
Other equity	12	(1,270.31)	(260.21)
Total equity		**8,228.12**	**9,238.22**
Liabilities			
Non-current liabilities			
Financial liabilities			
(a) Borrowings	13(a)	28,346.99	29,402.97
		28,346.99	**29,402.97**
Current liabilities			
Financial liabilities			
(a) Borrowings	13(b)	6,644.70	2,099.45
(b) Trade payables	14		
i) total outstanding dues of micro and small enterprises		3.77	1.08
ii) total outstanding dues of creditors other than micro and small enterprises		144.42	6.31
(c) Other financial liabilities	15	207.18	1,525.86
Contract liabilities	16	100.02	-
Other current liabilities	17	8.08	16.23
Total current liabilities		**7,108.17**	**3,648.93**
Total equity and liabilities		**43,683.28**	**42,290.12**

The above balance sheet should be read in conjunction with the accompanying notes.

As per our report of even date.

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	18	2,688.36	-
Other income	19	105.53	5.97
Total income		**2,793.89**	**5.97**
Expenses			
Finance costs	20	2,168.72	-
Depreciation and amortisation expense	21	1,322.55	3.05
Other expenses	22	311.08	112.84
Total expenses		**3,802.35**	**115.89**
Loss before tax		(1,008.47)	(109.92)
Tax expense	**4**		**-**
Current tax		-	-
Tax related to earlier years		1.63	
Deferred tax		-	-
Loss for the year		**(1,010.10)**	**(109.92)**
Total comprehensive income for the year		**(1,010.10)**	**(109.92)**
Loss per equity share			
Basic & Diluted (In Rs) (nominal value per share Rs 10)	22	**(1.06)**	**(0.12)**

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

Place: Pune
Date: May 04, 2026

For and on behalf of the Board of Directors of
First Energy 5 Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN : 07727272

Anish Kumar
Chief Executive Officer

Sanjay Purohit
Chief Financial Officer

Swara Kharadkar
Company Secretary

Place: Pune
Date: April 23, 2026

First Energy 5 Private Limited

Statement of Cash flows for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A)	**Cash flows used in operating activities**		
	Loss before tax	(1,008.47)	(109.92)
	Depreciation and amortisation expenses	1,322.55	3.05
	Finance costs	2,168.72	-
	Provisions no longer required reversed	(97.55)	(5.97)
	Interest income from financial assets at amortised cost	(3.85)	-
	Fair value gain on financial instrument at fair value through profit and loss (net)	(3.03)	-
	Working capital adjustments		
	Increase/(decrease) in trade payables	238.35	(29.89)
	Increase /(decrease) in other financial liabilities	(100.10)	99.87
	Increase in contract liabilities	100.02	-
	(Decrease) in other liabilities	(8.15)	(49.13)
	(Increase)/ decrease in other financial assets	(40.91)	1,064.85
	(Increase) in other asset	(19.01)	(17.35)
	(Increase) in trade receivables	(995.32)	(46.92)
	Cash generated from operations	**1,553.25**	**908.59**
	Income tax (paid)/ refund received (net)	18.67	(20.17)
	Net cash flows generated from operations	**1,571.92**	**888.42**
B)	**Cash flows from investing activities**		
	Payments for property, plant and equipment	(2,411.36)	(14,119.97)
	Payments for purchase of current investments	(1,080.00)	(2,979.85)
	Proceeds from sale of current investments	832.93	3,024.20
	Fixed deposits placed with banks	(197.92)	-
	Interest income received	1.27	12.31
	Net cash used in investing activities	**(2,855.10)**	**(14,063.31)**
C)	**Cash flows from financing activities**		
	Proceeds from borrowings	3,671.00	33,411.85
	Repayment of borrowings	(269.00)	(16,779.41)
	Interest paid on borrowing	(2,081.45)	(120.98)
	Interest paid and capitalised to property, plant and equipment	(729.43)	(2,484.79)
	Net cash flows generated from financing activities	**591.12**	**14,026.67**
	Net increase/(decrease) in cash and cash equivalents	**(692.04)**	**851.78**
	Cash and cash equivalents at the beginning of the financial year	936.98	85.20
	Cash and cash equivalents at the end of the financial year	**244.94**	**936.98**

Reconciliation of cash and cash equivalents as per the cash flows statement:

Particulars	March 31, 2026	March 31, 2025
Cash and cash equivalents (refer note 9)	244.94	936.98
Balances as per cash flow statement	**244.94**	**936.98**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer Note 13 for Net debt reconciliation.

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

As per our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

Place: Pune
Date: May 04, 2026

For and on behalf of the Board of Directors of
First Energy 5 Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN : 07727272

Anish Kumar
Chief Executive Officer

Sanjay Purohit
Chief Financial Officer

Swara Kharadkar
Company Secretary

Place: Pune
Date: April 23, 2026

Statement of changes in equity for the year ended March 31, 2026
(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

A. Equity Share Capital

Particulars	Amount
As at March 31, 2024	**9,498.43**
Issued during the year	-
As at March 31, 2025	**9,498.43**
Issued during the year	-
As at March 31, 2026	**9,498.43**

B Other Equity

Particulars	Retained Earnings	Total
As at March 31, 2024	(150.29)	(150.29)
Loss for the year	(109.92)	(109.92)
Other comprehensive income	-	-
Total comprehensive income for the year	**(109.92)**	**(109.92)**
As at March 31, 2025	**(260.21)**	**(260.21)**
Loss for the year	(1,010.10)	(1,010.10)
Other comprehensive income	-	-
Total comprehensive income for the year	**(1,010.10)**	**(1,010.10)**
As at March 31, 2026	**(1,270.31)**	**(1,270.31)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

Place: Pune
Date: May 04, 2026

For and on behalf of the Board of Directors of
First Energy 5 Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN : 07727272

Anish Kumar
Chief Executive Officer

Sanjay Purohit
Chief Financial Officer

Swara Kharadkar
Company Secretary

Place: Pune
Date: April 23, 2026

First Energy 5 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy 5 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on December 13, 2022 under the provisions of Indian Companies Act, 2013 is a subsidiary of First Energy Private Limited. The Company is primarily engaged in business of producing wind power.

The address of the Company's registered office is 7th Floor, fountainhead Tower 1, Viman Nagar, Pune - 411014 India. The Board of Directors have authorized to issue these financial statements on April 23, 2025. The CIN of the Company is U40200PN2022PTC216938.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1. Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value (refer accounting policy regarding financial instruments);

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Borrowing costs

Where the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs eligible for capitalization are determined as the actual borrowing costs incurred on such specific borrowings during the period, less any investment income earned on the temporary investment of those borrowed funds pending their utilization on the qualifying asset; accordingly, the net borrowing costs, after deduction of such temporary investment income, are capitalized as part of the cost of the qualifying asset in accordance with IAS 23 – Borrowing Costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expenditure in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

b. Property, plant and equipment (PPE)

All items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15
Building	30	3 to 30
Roads	3	3

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

c. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

Variable Consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

lifetime losses to be recognised from initial recognition of the receivables.

d. Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss. There are currently no debt securities which are carried at FVTPL.

iv. Equity instruments

All equity investments in scope of Ind AS 109 - "Financial Instruments", are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. Currently, for all equity instruments, subsequent changes in the fair value is recognized in Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated

as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Property, plant and equipment (PPE)

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Income recognition

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the statement of profit and loss.

e. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

f. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

g. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of profit and loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

h. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

i. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

j. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

k. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

l. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

m. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.5. Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the accompanying disclosures including contingent liabilities as at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are also described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Judgments and assumptions

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements:

a. Borrowing costs

The determination of whether an asset qualifies as a qualifying asset for the purpose of capitalization of borrowing costs involves significant management judgement, including assessment of factors such as the period of time necessary to get the asset ready for its intended use or sale, the nature of activities required during the construction or development phase, and prevailing industry practices; in the Company's case, the construction of projects typically involves a period ranging from 6 months to 10 months, and management evaluates each project individually to determine eligibility for borrowing cost capitalization based on these criteria.

b. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

c. Deferred taxes

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

d. Impairment of property, plant and equipment

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected generation based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would lead to recoverable amount and conclusion on impairment assessment.

2.6 Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting

periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3. Property, plant and equipment (including Capital work-in-progress)

Particulars	Freehold Land	Plant and Machinery	Roads	Total	Capital work-in-progress
Gross carrying amount:					
As at March 31, 2024	**49.87**	**-**	**-**	**49.87**	**19,946.13**
Additions	130.22	27,166.45	255.80	27,552.47	20,287.37
Deductions	-	-	-	-	(27,422.25)
As at March 31, 2025	**180.09**	**27,166.45**	**255.80**	**27,602.34**	**12,811.25**
Additions	-	15,193.09	113.69	15,306.78	2,495.53
Deductions/ Transfer	-	-	-	-	15,306.78
As at March 31, 2026	**180.09**	**42,359.54**	**369.49**	**42,909.12**	**-**
Accumulated depreciation					
As at March 31, 2024	**-**	**-**	**-**	**-**	**-**
For the year	-	2.83	0.22	3.05	-
Deductions	-	-	-	-	-
As at March 31, 2025	**-**	**2.83**	**0.22**	**3.05**	**-**
For the year	-	1,223.50	99.05	1,322.55	-
Deductions	-	-	-	-	-
As at March 31, 2026	**-**	**1,226.33**	**99.27**	**1,325.60**	**-**
Net carrying amount:					
As at March 31, 2026	**180.09**	**41,133.20**	**270.22**	**41,583.51**	**-**
As at March 31, 2025	**180.09**	**27,163.62**	**255.58**	**27,599.29**	**12,811.25**

Note

i) See note 13 for information on property, plant and equipment pledged as security by the Company.

Ageing of capital work-in-progress

Particulars/Projects	As at March 31, 2025				
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Projects in progress					
(i) Renewable energy project 39 MW	12,811.25	-	-	-	12,811.25
Total	**12,811.25**	**-**	**-**	**-**	**12,811.25**

Capital work-in-progress includes overdue project amounting to Rs 12,811.25 lakhs. Project is expected to be completed and capitalised in June 25.

Capitalization of expenses

During the year, the Company has capitalized the following expenses of revenue nature to the cost of Property, plant and equipment / Capital work-in-progress. Consequently, expenses disclosed under the respective notes are net of amounts capitalized by the Company.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expenses	729.43	2,413.02
Gain on investments	(1.88)	-
Total	**727.55**	**2,413.02**

4. Deferred tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets		
Losses available for offsetting future taxable income	4,382.32	1,344.18
Others	41.02	25.17
Total	**4,423.34**	**1,369.35**
Less: Deferred Tax Liabilities		
Property, plant and equipment	(4,393.14)	(1,337.47)
Ind AS impact on borrowings	(30.20)	(31.88)
Total	**(4,423.34)**	**(1,369.35)**
Net Deferred Tax Assets	**-**	**-**

The Company has tax losses of Rs. 1,076.41 lakhs (March 31, 2025: Rs. 99.43 lakhs) that are available for offsetting for future taxable profits. Deferred tax assets have not been recognised in respect of these losses as they may not be used to offset taxable profit elsewhere in the Company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Company was able to recognise all unrecognised deferred tax assets, the retained earnings for the year would increase by Rs. 270.90 lakhs (March 31, 2025: Rs. 25.02 lakhs).

Particulars	Expiry date (Year Ending March 31)	As at March 31, 2026		As at March 31, 2025	
		Amount	Tax Impact	Amount	Tax Impact
Unabsorbed depreciation	Not Applicable	1076.41	270.90	99.43	25.02
Total		**1,076.41**	**270.90**	**99.43**	**25.02**

The income tax expense consists of following:

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Current tax expense	-	-
Tax related to earlier years	1.63	-
Deferred tax benefit / (charge)	-	-
	1.63	**-**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follows:

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Loss before tax	(1,008.47)	(109.92)
Income tax rate	25.16%	25.16%
Expected tax credit	(253.73)	(27.66)
Losses on which deferred tax asset has not been recognised	245.88	25.02
Others	8.00	2.64
Total current tax expense	**-**	**-**

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

5. Income Tax Assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	22.57	2.40
Add: Taxes paid during the year	0.26	20.17
Less: Refund during the year	(20.56)	-
Total	**2.27**	**22.57**

6(a). Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	1.90	578.09
Total	**1.90**	**578.09**

6(b) Other Current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	36.23	17.09
Balance with Government authorities	0.12	-
Others	-	0.26
Total	**36.35**	**17.35**

7. Current Investments

Particulars	Number of units		Amount	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Investments at Fair value through Profit and Loss				
Investments in Mutual Funds :				
Axis Liquid Fund	8,298.97	-	251.99	-
Aggregate amount of quoted investments and market value thereof	8,298.97	-	251.99	-
Aggregate amount of unquoted investments	-	-	-	-
Aggregate amount of impairment in the value of investments	-	-	-	-

8. Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables		
Unbilled*	72.23	6.29
Billed	970.01	40.63
	1,042.24	**46.92**
Break-up for security details:		
Trade receivables considered good - Unsecured	1,042.24	46.92
	1,042.24	**46.92**
Less: Impairment allowance	**-**	**-**
Total	**1,042.24**	**46.92**

No trade or other receivables are due from directors or officers of the Company either severally or jointly with any other person nor any trade receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivables are unbilled because the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Trade receivables ageing:

As at March 31, 2026

Particulars	Unbilled	Not due	Outstanding for the following period from due date of payments			Total
			Less than 6 months	6 months-1 year	More than 1 years	
Undisputed Trade Receivables-considered good	72.23	-	177.06	792.95	-	1,042.24
Total	**72.23**	**-**	**177.06**	**792.95**	**-**	**1,042.24**

As at March 31, 2025

Particulars	Unbilled	Not due	Outstanding for the following period from due date of payments			Total
			Less than 6 months	6 months-1 year	More than 1 years	
Undisputed Trade Receivables-considered good	6.29	40.63	-	-	-	46.92
Total	**6.29**	**40.63**	**-**	**-**	**-**	**46.92**

9 (a). Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks		
-in current accounts	244.94	336.98
-deposits with original maturity of less than three months	-	600.00
Total	**244.94**	**936.98**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

9 (b). Other bank balances

Particulars	As at March 31, 2026	As at March 31, 2025
Deposits with original maturity of more than three months but less than 12 months	197.92	-
Total	**197.92**	**-**

10. Other financial assets (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits	277.20	277.20
Receivable from Related Parties (Refer Note 25)	40.91	-
Interest accrued but not due	4.05	0.47
Total	**322.16**	**277.67**

11. Equity Share capital

a. Authorised Equity Share capital

Particulars	No. of shares	Amount ₹ in Lakhs
As at March 31, 2024	**95,000,000**	**9,500**
Increase during the year	-	-
As at March 31, 2025	**95,000,000**	**9500**
Increase during the year	-	-
As at March 31, 2026	**95,000,000**	**9,500**

First Energy 5 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

b. Issued, Subscribed and Fully paid up Equity Share Capital

Particulars		No. of shares
Equity share of Rs 10 each issued, subscribed and fully paid		
As at March 31, 2024	**94,984,330**	**9,498.43**
Changes during the year	-	-
As at March 31, 2025	**94,984,330**	**9,498.43**
Changes during the year	-	-
As at March 31, 2026	**94,984,330**	**9,498.43**

c. Terms/Rights attached to the equity shares

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

d. Equity shares held by holding company

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Private Limited (including 6 shares held by nominee shareholders)*	70,110,000	7,011.00	70,110,000	7,011.00
Equity shares of Rs 10 each				

*Refer note 13 for pledge of shares of the holding company

e. Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited		
% Holding	73.81%	73.81%
No. of shares	70,110,000	70,110,000
(ii) Sundram Fasteners Limited		
% Holding	8.19%	8.19%
No. of shares	7,774,500	7,774,500
(iii) MRF Ltd		
% Holding	11.95%	11.95%
No. of shares	11,346,720	11,346,720

f. Shares held by promoters at the end of the year

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited	7,01,10,000	73.81%	7,01,10,000	73.81%	0.00%

g. Aggregate number of shares issued for consideration other than cash :

There are no shares issued for consideration other than cash or by way of bonus shares during the current or previous year.

12 Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained earnings		
Opening balance	(260.21)	(150.29)
Add : Loss for the year	(1,010.10)	(109.92)
Total	**(1,270.31)**	**(260.21)**

13(a). Borrowings (non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans from Bank		
Indian rupee loans from bank*	29,672.79	29,900.26
Less: Current maturities of long-term debts(included in current borrowings)	1,325.80	497.29
Total	**28,346.99**	**29,402.97**
* After considering unamortised expense of Rs. 120.98 lakhs (March 31, 2025: Rs 127.53 lakhs)		
Aggregate secured borrowings	28,346.99	29,402.97
Aggregate unsecured borrowings	-	-

Details of Security

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, intangible assets including goodwill and uncalled capital, intellectual property, both present and future, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the Company, held by the Holding Company.

Particulars	Maturity date	Terms of payment	Interest rate	As at March 31, 2026	As at March 31, 2025
Loan from Central Bank Of India	March 31, 2045	Repayable in 77 structured quarterly installments from March 31, 2026	Pre-COD: 1 Year MCLR + spread (0.30%) Post COD: 1 Year MCLR + spread (0.25%)	29,672.79	29,900.26

13(b). Borrowings (current)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Current maturities of non-current borrowings	1,325.80	497.29
Unsecured loans		
Loan from holding Company	5,318.90	1,602.16
Total	**6,644.70**	**2,099.45**
Aggregate secured borrowings	1,325.80	269.50
Aggregate unsecured borrowings	5,318.90	1,601.85

Loans are measured at amortised cost.

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from Holding company	September 30, 2026 (Previous year - September 27, 2025)	Repayment in one or multiple tranches within one year	8.65% (March 31, 2025 - 8.65%)	5,318.90	1,601.85

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	244.94	936.98
Other bank balance	197.92	-
Borrowings	(34,991.69)	(31,502.42)
Net debt	**(34,548.83)**	**(30,565.44)**

Particulars	Other assets		Liabilities from financing activities	Total
	Cash & cash equivalent	Other bank balance	Borrowings including accrued interest	
Net debt as at March 31, 2024	**85.20**	**-**	**(15,069.28)**	**(14,984.08)**
Cash flows	851.78	-	(16,511.46)	(15,659.68)
Interest expenses (Capitalised)	-	-	(2,406.47)	(30,643.76)
Interest paid	-	-	2,484.79	2,484.79
Net debt as at March 31, 2025	**936.98**	**-**	**(31,502.42)**	**(30,565.44)**
Cash flows	(692.04)	197.92	(3,402.00)	(3,896.12)
Interest expenses	-	-	(2,898.15)	(2,898.15)
Interest expenses (Capitalised)	-	-	729.43	729.43
Interest paid	-	-	2,081.45	2,081.45
Net debt as at March 31, 2026	**244.94**	**197.92**	**(34,991.69)**	**(34,548.83)**

During the current year and previous year, the Company has used the borrowings for the specific purpose for which they have been obtained.

14. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises (Refer note 31)	3.77	1.08
Total outstanding dues of creditors other than micro and small enterprises		
i) Related parties (Refer note 25)	30.89	0.05
ii) Others	113.53	6.26
Total	**148.19**	**7.39**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payable							
(i) Micro and Small enterprises	0.70	-	3.04	-	0.03	-	3.77
(ii) Others	32.61	2.79	106.60	1.87	0.55	-	144.42
Total	**33.30**	**2.79**	**109.64**	**1.87**	**0.58**	**-**	**148.19**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payable							
(i) Micro and small enterprises	1.04	-	-	-	0.04	-	1.08
(ii) Others	3.01	0.89	1.87	0.54	-	-	6.31
Total	**4.05**	**0.89**	**1.87**	**0.54**	**0.66**	**-**	**7.39**

15. Other current financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Payable for property, plant and equipment (Inclusive of payable to micro and small enterprises Rs 3.78 lakhs)	206.93	1,425.51
Others	0.25	100.35
Total	**207.18**	**1,525.86**

16. Contract liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Payable to customer against minimum guarantee	100.02	-
Total	**100.02**	**-**

17. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues payable	8.08	16.23
Total	**8.08**	**16.23**

18. Revenue from operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from power supply	2,688.36	-
Total revenue from contracts with customers	**2,688.36**	**-**

Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	2,688.36	-
At a point in time basis	-	-
Total revenue from contracts with customers	**2,688.36**	**-**
ii) Revenue by geographical market:		
Within India	2,688.36	-
Outside India	-	-
Total revenue from contracts with customers	**2,688.36**	**-**

iii) Reconciliation between revenue recognised in Statement of Profit and Loss and contract price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract price	3,108.38	-
Adjustments for:		
Customer claims for minimum guarantee	(163.10)	-
Revenue from contract capitalised to property plant and equipment	(256.92)	-
Total Revenue recognised	**2,688.36**	**-**

iv) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

19. Other income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest on Income tax and sales tax refund	1.10	-
Interest income from financial assets at amortised cost	3.85	-
Net gain on financial assets measured at fair value through profit or loss	3.03	-
Amounts no longer required written back	97.55	5.97
Total	**105.53**	**5.97**

20. Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on financial liabilities measured at amortised cost		
-bank	2,593.58	2,347.67
-holding company	304.57	65.35
Less: Capitalized during the year	(729.43)	(2,413.02)
Total	**2,168.72**	**-**

Since the borrowing were specifically for the purpose of obtaining and construction of qualifying assets, borrowing cost has been capitalised at actual.

21. Depreciation expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	1,322.55	3.05
Total	**1,322.55**	**3.05**

22. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Rates and taxes	2.16	1.22
Legal and professional fees	24.49	6.54
Directors sitting fees	3.30	1.65
Auditor's remuneration (refer note below)	2.95	2.95
Insurance	70.41	-
Operations and Maintenance	56.09	-
Site Expenses	56.43	-
Bank charges	4.52	-
Management fees	88.99	-
Miscellaneous expenses	1.74	100.48
Total	**311.08**	**112.84**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current year and previous period.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory audit fees (Including GST)	2.95	2.95
Total	**2.95**	**2.95**

23. Loss per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net loss attributable to the equity shareholders of the Company	(1,010.10)	(109.92)
Weighted average number of equity shares of Rs.10/- each	94,984,330	94,984,330
Basic and Diluted loss per share (in Rs)	**(1.06)**	**(0.12)**

24. Contingent liabilities and commitments

Contingent liabilities

There are no liabilities of contingent nature.

Capital commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Nil (March 31, 2025 Rs. 1,108.63 Lakhs)

25. Related party disclosures

A Immediate holding company

First Energy Private Limited

B Ultimate holding company

RDA Holding Private Limited

C Intermediate holding company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel:

1 Mr. Ravi Damaraju - Director

2 Mr. Sandeep Deshpande - Director (Resigned w.e.f. April 29,2025)

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

3 Mr. Sumit Rathi - Director (w.e.f. April 3, 2024)

4 Mr. Sanjay Purohit- Chief Financial Officer (w.e.f. December 13, 2023)

5 Mr. Ashok Joshi- Independent and Additional Director (w.e.f. July 26, 2024)

6 Mr. Sanjay Parande- Independent and Additional Director (w.e.f. July 26, 2024)

7 Ms. Swara Kharadkar - Company Secretary (w.e.f. May 02, 2024)

8 Mr. Vinayak Deshpande- Chief Executive Officer (till September 22, 2025)

9 Mr. Anish Kumar- Chief Executive Officer (w.e.f. January 22, 2026)

E Entities under common control with whom there have been transactions during the year

First Energy 4 Private Limited

First Energy 6 Private Limited

F Transactions with Related parties:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
With holding company		
First Energy Private Limited		
Interest expenses (capitalised)	86.07	65.35
Interest expenses (P&L)	218.49	-
Loan taken	3,535.00	3,611.85
Loan repaid	-	16,779.41
EPC PM services availed	-	558.00
Reimbursement of expenses paid(inclusive of reimbursement of capital expenditure)	3.71	11.85
Management fees	88.99	-
Entities under common control		
First Energy 6 Private Limited		
Reimbursement of expenses received	15.07	1.21
First Energy 4 Private Limited		
Reimbursement of expenses	4.39	-
Key management personnel compensation		
Short term employee benefits (Director sitting fees)	3.30	1.65

G Outstanding balances

Particulars	As at March 31, 2026	As at March 31, 2025
Holding company		
Borrowings (Including interest)	5,318.90	1,602.16
Payable for property plant and equipments	-	401.69
Trade payables	26.50	0.05
Entities under common control		
First Energy 4 Private Limited		
Trade payables	4.39	-
Other receivable	25.84	-
First Energy 6 Private Limited		
Other receivable	15.07	-

H Terms and conditions for outstanding balances

All outstanding balances are unsecured, interest free and payable in cash except for borrowings. For details of interest on borrowings, refer note 13. The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

26. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings	34,991.69	31,274.32
Trade payables	148.19	7.39
Other financial liabilities	207.18	1,753.96
Total	**35,347.06**	**33,035.67**
Current liabilities	7,000.07	3,632.70
Non-current liabilities	28,346.99	29,402.97
Total	**35,347.06**	**33,035.67**

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	1,042.24	46.92
Cash and cash equivalents	244.94	936.98
Bank balances other than cash and cash equivalents	197.92	-
Other financial assets	322.16	277.67
Total	**1,807.26**	**1,261.57**
Current assets	1,807.26	1,261.57
Non-current assets	-	-
Total	**1,807.26**	**1,261.57**

The carrying value of trade receivables, cash and cash equivalents, bank balances, other financial assets, trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable or in case of fixed rate borrowings, movements in interest rates from the recognition of such financial instrument till period end not being material.

Break-up of financial assets carried at fair value through profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets		
Investments		
Mutual funds	251.99	-
Total financial assets (Current)	**251.99**	**-**

Fair value of market linked mutual funds was determined using Net Assets Value (NAV) report issued by mutual fund house.

Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets.

Quantitative disclosures fair value measurement hierarchy for assets.

As at March 31,2026

Particulars	Date of valuation	Level 1	Level 2	Level 3
Financial Assets				
Investments				
Mutual funds	March 31, 2026	251.99	-	-

Level I: level 1 hierarchy includes financial instruments measured using quoted prices.

Level II: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If significant inputs required to fair value an instruments are observable, the instruments is included in level 2.

Level III: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

27 Financial risk management

The Company's principal financial liabilities, comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade receivables, security deposits and cash and cash equivalents.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The management of the company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the Company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and price risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a 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 exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows :

Particulars	As at March 31, 2026	As at March 31, 2025
Variable rate borrowings	29,672.79	29,900.26

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's loss 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 rates - Increase by 25 basis points	(73.59)	-
Interest rates - Decrease by 25 basis points	39.94	-

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the period and hence not exposed to any foreign currency risk.

c) Price risk

The Company's investments are susceptible to market risk arising from uncertainties about future values of the investment securities. These securities are quoted. The Company manages the price risk through placing limits on individual and total equity/ mutual fund investments. Reports on the investment portfolio are submitted to the management on a regular basis. The Company is not currently exposed significantly to such risks.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables, security deposits) and from its investing activities, including deposits with banks and other financial assets.

Expected credit loss for

Balances with banks:

Credit risk from balances with banks is managed by Parent Company's finance department in accordance with the Company's policy. Investment of surplus funds are made only approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

Other financial assets carried at amortised cost

Company's exposure to other financial assets include security deposits which is consider to be low risk. No loss allowance is required to be recognised for the same.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit ratings and risk of potential default based on defined credit risk parameters. An impairment analysis is performed based on expected credit loss model at each reporting date. The calculation is based on losses as per historical data and forward looking information. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in notes above. There is no charge of impairment to Statement of Profit and Loss in the current and previous year.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	6,644.70	2,190.00	2,341.00	24,030.00	35,205.70
Trade Payables	148.19	-	-	-	148.19
Other financial liabilities	207.18	-	-	-	207.18

March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	2,099.45	2,261.00	2,170.50	25,099.00	31,629.95
Trade payables	7.39	-	-	-	7.39
Other financial liabilities	1,525.86	-	-	-	1,525.86

28. Analytical ratios

S. No.	Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31,2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current Assets	Current liabilities	0.29	0.35	-16%	Not applicable
2	Debt-Equity Ratio	Total Debt	Shareholders' equity	4.25	3.41	24.71%	Not applicable
3	Debt Service Coverage Ratio	Earnings available for debt service (Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt Service (Interest & Lease Payments + Principal Repayments)	1.02	0.04	2383%	Refer note (ii)
4	Return on Equity	Net Profits after taxes	Average shareholder's equity	-11.57%	-1.18%	-1080%	Refer note (iv)
5	Return on investment	Earning before interest and taxes	Total assets	1.31%	-0.26%	404%	Due to increase in long term investments resulted in better yield
6	Net capital turnover ratio	Total sales	Working capital	-0.54	Not Applicable	Not Applicable	Not Applicable
7	Net profit ratio	Net profits after taxes	Revenue	-37.57%	Not Applicable	Not Applicable	Not Applicable
8	Trade receivable turnover Ratio	Total sales	Average trade receivable	2.52	Not Applicable	Not Applicable	Not Applicable
9	Trade payables turnover Ratio	Net Credit Purchases	Average trade payables	4.00	0.55	627%	Refer note (iii)
10	Return on Capital employed	Earning before interest and taxes	Capital employed	2.68%	-0.27%	894%	Refer note (ii)

Capital employed = Tangible Net worth + total debt
Working Capital = Current assets - Current liabilities
Average = (Opening + Closing)/2

Note:

(i) As there are no sales during the previous year, ratios are not calculated wherever sales amounts are to be considered for calculation.

(ii) Revenue during the year resulted in cash profit during the year. This has resulted in increase in return on capital employed and debt service coverage ratio.

(iii) Commecement of operations during the year resulted in increase in expenses. This has resulted in increase in trade payable turnover ratio.

(iv) Increase in finance cost and depreciation during the year in excess of increase in revenue resulted in increase in losses. It impacted return on equity.

29. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cashflow generated. Capital represents equity attributable to equity holders of the Company.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings including accrued interest	34,991.69	31,502.42
Less: Cash and cash equivalents (including other bank balances)	442.86	936.98
Net debt	**34,548.83**	**30,565.44**
Equity	**8,228.12**	**9,238.22**
Net Debt to Equity	**4.20**	**3.31**

Increase in Net debt to equity has on account of increase in debt for procurement and construction of property, plant and equipment.

Loan Covenants

Under the terms of the borrowing facilities, the Company is required to comply with debt covenants from first full year of operations.

Accordingly, debt covenant compliance is not applicable to the Company for this year.

30. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment.

Major customers accounting for more than 10% of total revenue individually

	For the year ended March 31, 2026	For the year ended March 31, 2025
Customer A	314.05	-
Customer B	1,387.13	-
Customer C	987.18	-

31. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding(whether due or not) to micro and small enterprises	7.55	1.08
- Interest due thereon	0.01	0.01
The amount of interest paid by the Company 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	-	-
The amount of principal made to the supplier beyond the appointed day during the year	45.71	9.24
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	0.46	0.23
The amount of interest accrued and remaining unpaid at the end of each accounting year	0.46	0.24
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.	1.29	0.83

32. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current period.

(iv) There is no income surrendered or disclosed as income during the current period in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact in current year and preivious year.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

a. 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

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

33. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

34. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements of record retention.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

Place: Pune
Date: May 04, 2026

For and on behalf of the Board of Directors of
First Energy 5 Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN : 07727272

Anish Kumar
Chief Executive Officer

Sanjay Purohit
Chief Financial Officer

Swara Kharadkar
Company Secretary

Place: Pune
Date: April 23, 2026

First Energy 6 Private Limited

Board of Directors
Ravi Damaraju
Sandeep Mandke
Sumit Rathi
Ashok Joshi
Sanjay Parande

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
Vijay Musalgaonkar - CEO
(ceased w.e.f. october 17, 2025)
E. Nandakumar (w.e.f. January 23, 2026)
Ramesh Kharche - CFO
Hrishikesh Yadav - CS

Bankers
Bank of Baroda

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure in presenting the Third Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	1,594.82	502.30
Profit/ (Loss) before finance cost, depreciation, and tax	2,548.19	262.30
Finance Cost	1,276.49	528.50
Profit/ (Loss) before depreciation and tax	1,271.69	(266.30)
Depreciation and impairment	709.82	427.50
Profit/(Loss) before tax	561.87	(693.80)
Profit/(Loss) after tax	561.87	(693.80)

State of Company's Affairs

The Solar capacity of 33.15 MWp / 22.75 MW in the State of Tamilnadu has been operational since March 2024.

Due to the heavy rainfall and subsequent flooding in the state of Tamil Nadu in December 2024, the operation of the plant was disrupted and the plant was subsequently restored. Further, to avoid floods incase of heavy rainfall numerous efforts in terms of elevating module mounting structure, string combiner boxes and cleaning of government owned nala, widening of the nala, provision of the bund etc. have been taken during the financial year to safeguard the plant operations and to ensure plant availability incase of flood situations.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves.

During the year, the Company has not transferred any amount to the General Reserve.

Share Capital

During the year there were no changes in the capital structure of the Company. The Paid-up Share Capital of the Company is Rs. 44,62,94,500/- divided into 4,46,29,450 Equity shares of Rs.10/- each. The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors, or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Renewable Energy business and has drawn a mitigation plan to address the same –

- **Land Risk :**

  The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.

- **Risk of Right of Way (RoW) and Resources :**

  This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also collaborates with competent local infra partners and engages with experienced and capable service partners.

- **Renewable Sources and Grid Availability :**

  The risk identified by the Company is lower generation on account of lower radiation, wind speed, Grid curtailments and failures. The Company continuously studies the radiation levels and Wind Resources Assessment with historical data from reliable sources and accordingly sizes the plant and the financial models for arriving at the right tariff for the available conditions. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.

- **Plant Uptime and Soiling Losses :**

  This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using waterless robotic technology for cleaning modules and therefore manpower dependency is reduced. The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

- **Regulatory changes:**

  Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

  The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety .

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication: HSE Moment/Lessons Learnt – Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors, and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training: HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors
- HSE Digitalization: HSE digital software implemented for hazard reporting, at risk behavior reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sumit Rathi (DIN: 07727272) retires by rotation and being eligible offers, himself for re-appointment. The proposal for re-appointment forms part of the Notice of the Third AGM of the Company.

During the year, the following changes took place in the Directors and Key Managerial Personnel(s) of the Company.

- Mr. Vijay Musalgaonkar resigned as Chief Executive Officer and Key Managerial Personnel of the Company with effect from October 17, 2025.
- Mr. E Nandakumar was appointed as Chief Executive Officer and Key Managerial Personnel of the Company with effect from January 23, 2026
- The appointment of Mr. Sanjay Parande (DIN: 07161299) and Mr. Ashok Joshi (DIN: 02296952), Additional Independent Directors of the Company was regularized in the Annual General Meeting held on July 22, 2025.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance and of its individual Directors.

Policy on appointment and remuneration of directors and key managerial personnel

The Board has adopted a policy on selection and appointment of Directors and remuneration of Directors, KMPs and employees. The Directors do not receive any remuneration except independent directors who are entitled to sitting fees as approved by the Board for each Board/Committee meeting attended. A detailed policy is annexed herewith as Annexure 1 and forms part of this report.

Declaration by Independent Directors

The Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have also confirmed that their names have been added in the data bank maintained by the Indian Institute of Corporate Affairs for independent directors, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, every individual whose name is so included in the data bank shall pass an online proficiency self-assessment test. However, an individual who has fulfilled the criteria prescribed in Rule 6(4) of the said Rules, is exempted from passing the online proficiency self-assessment test. In view of the same, Mr. Sanjay Parande, having met the aforesaid criteria, was exempted from the proficiency self-assessment test and Mr. Ashok Joshi has passed the proficiency self-assessment test.

The Board is of the opinion that the Directors of the Company are eminent persons with integrity and have the necessary expertise and experience to continue to discharge their responsibilities as Directors of the Company.

Board Meetings

During the year, the Board met four times on April 29, 2025, July 22, 2025, November 03, 2025 and January 23, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Independent directors meeting

During the year under review, the independent directors met once on January 21, 2026 where all independent directors were present inter alia to review the performance of the Board and non-independent directors of the Company.

Committees of the Board

The Board has constituted the following committees viz. Audit Committee and Nomination and Remuneration Committee.

Audit Committee

The Audit Committee of the Board of Directors was constituted on July 26, 2024. The committee comprises of all directors being non-executive directors

viz Mr. Sanjay Parande as the Chairman and Mr. Ashok Joshi & Mr. Sandeep Mandke as members of the committee. The committee met four times during the year on April 29, 2025, July 22, 2025, November 03, 2025 and January 23, 2026. Further, all the recommendations made by the audit committee were accepted by the Board.

Nomination & Remuneration Committee

The Nomination & Remuneration Committee of the Board of Directors was constituted on July 26, 2024. The committee comprises of all directors being non-executive directors viz Mr. Ashok Joshi as the Chairman and Mr. Sanjay Parande & Mr. Ravi Damaraju as members of the committee. The committee met once on January 23, 2026.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the profit of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Audit Committee for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 2 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar and associated Renewable energy generation sources for commercial & industrial customers.

As a part of its "Build-Green" initiatives, the Company has installed solar powered Robots to clean the solar modules at the Opex projects thus ensuring waterless cleaning. In the case of Technology absorption, the Company used higher rated (540 & 550Wp) Monoperc PV models with better efficiency. The structure is designed to withstand the wind load. Robot technology is being adopted for cleaning the modules and this will help to conserve water and reduce soiling losses.

In the case of Technology absorption, the Company used higher rated (>540Wp) Monoperc PV modules with better efficiency, a structure designed to string type Solar Inverters designed for outdoor installation

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the company, will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of a one-time settlement with any Bank or Financial Institution.

Vigil mechanism

The Company has adopted the Whistle Blower Policy of Thermax Limited, its Ultimate Holding Company, which enables directors and employees to report genuine concerns in an ethical and transparent manner.

Auditors

Statutory Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five year from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Secretarial Auditors

In accordance with the provisions of Section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ladda Bhutada & Associates, Company Secretaries, Pune, to undertake the secretarial audit of the Company for FY 2025-26. The Secretarial Audit Report for FY 2025-26 is attached as Annexure 3 to this Report.

Internal Auditors

The Board has appointed Mr. Tushar Dahale, Chartered Accountant, as the Internal auditor of the Company.

Changes in the Regulatory Provisions and its impact on the business

- During the year, Ministry of Power notified an amendment to the Electricity Rules 2005 to clarify that the Minimum 26% equity and minimum 51% consumption is to be maintained by Company as well, in addition to Association of Persons (AoPs). Further, consumption by Holding Company or its subsidiaries in addition to the subsidiary of the Company, shall qualify as captive consumption. The prevailing requirement of consumption proportional to the equity shareholding has been modified and the consumption is now required to be maximum equal to the equity shareholding. Any energy wheeled more than the equity share will be treated as non-captive and shall attract Cross Subsidy Surcharge and Additional Surcharge. As we have been following the 26-74% from the beginning and allocation of power is done by the Company, this change has no impact on the captive compliance.
- Further, Tamil Nadu Electricity Regulatory Commission (TNERC) announced Industrial grid tariffs for FY 2025-26, wherein energy charges increased from Rs. 7.25/unit to Rs. 7.50/unit. Banking approved in 15 minute time slots, which was further challenged in Madras high court. Also introduced Time of Day charges (25% surcharge during peak hours) and night rebate (5% on energy charges). Captive savings continue to remain attractive for consumers.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
First Energy 6 Private Limited

Ravi Damaraju	**Sumit Rathi**
Director	Director
DIN : 09554649	DIN: 07727272

Pune, April 24, 2026

First Energy 6 Private Limited

Annexure 1

Policy on Selection and Appointment of Directors and Remuneration of Directors, KMPs and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Non-Executive Directors (NEDs), based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict-of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration :

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD, WTD & CEO:

i. At the time of appointment or re-appointment, the Managing Director (MD), Whole Time Director (WTD) and Chief Executive Officer (CEO) shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the MD, WTD and CEO within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD, WTD and CEO is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure/consider the following:

a. the relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD, WTD and CEO, the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component.

(ii) The division is based on the fixed salary and performance bonuses.

(iii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

Based on the Annual Business Plan prepared, Individual Contribution Plan (ICP) is prepared by the Senior Management which is agreed upon. It broadly contains certain targets for strategic objectives, operational excellence-oriented initiatives, and business deliverables. The actual performance of individual repartee will be discussed by the MD and CEO at the year's end. Based on the appraisal and overall performance of the Company and after considering the market trends, suitable increments/ variable pay shall be decided by the MD and CEO.

The MD & CEO will present a snapshot of the evaluation carried out to assess the performance of the Whole-time Director, while recommending the annual increment of the NRC, for its review and approval.

Annexure 2

Form No. AOC-2

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

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

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

The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. Attention of members is drawn to the disclosure of transactions with such related parties as set out in Note No. 26 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 6 Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN : 07727272

Pune, April 24, 2026

First Energy 6 Private Limited

Annexure 3

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

For the Financial Year Ended March 31, 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,

FIRST ENERGY 6 PRIVATE LIMITED
Regd. Office Address: 7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune, Maharashtra, India, 411014.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. First Energy 6 Private Limited** bearing **CIN: U35105PN2023PTC218888** (hereinafter called **'the Company'**). The Secretarial Audit was conducted in a manner that provided a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Report on Secretarial Records and Compliances made thereunder

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

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

i. The Companies Act, 2013 (the Act) and the rules made there under;

ii. The Securities Contracts (Regulation) Act, 1956, (SCRA) and the rules made thereunder; Not applicable;

iii. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, and the Regulations and Bye-laws framed thereunder; Not applicable;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings; Not applicable;

v. The Company is not listed on any Stock Exchange in India hence the Acts, Regulations, Guidelines etc., related to SEBI were not applicable to the Company:

vi. As per the management representation, no other laws were applicable except mentioned below specifically to the Company during the audit period:

(a) The Indian Contract Act, 1872

(b) The Income Tax, 1961

(c) The Goods and Service Tax Act, 2017

(d) The Electricity Act, 2003

(e) The Indian Stamp Act, 1899 and The Maharashtra Stamp Act, 1958

(f) The Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2017 and The Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Rules, 2018.

(g) The Factories Act, 1948 and other allied State wise Factories Rules wherever the sites are located.

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

(i) Secretarial Standards as issued and notified by The Institute of Company Secretaries of India relating to Board Meetings, Committee Meetings and General Meetings: During the Year ended 31st March, 2026, the Company has complied with the applicable clauses of Secretarial Standard (SS-1 and SS-2) issued by the Institute of Company Secretaries of India and it was noted that the Company has complied with the same to the extent possible.

(ii) The Listing agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited and Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015; Not applicable

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company has been duly constituted with proper balance of Non-Executive and Independent Directors, the changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

1.1. Mr. Sandeep Suresh Mandke (DIN: 09619581) who was eligible to retire by rotation has been re-appointed as a director of the company in the Annual General Meeting held on July 22, 2025.

1.2. Mr. Sanjay Dinkar Parande (DIN: 07161299) was appointed as Additional Independent Director of the Company w.e.f. July 26, 2024 and further regularized as Non-executive Independent Director of the company in the Annual General Meeting held on July 22, 2025.

1.3. Mr. Ashok Keshav Joshi (DIN: 02296952) was appointed as Additional Independent Director of the Company w.e.f. July 26, 2024 and further regularized as Non-executive Independent Director of the company in the Annual General Meeting held on July 22, 2025.

1.4. Mr. Vijay Musalgaonkar (PAN: ALQPM7235C) resigned as the Chief Executive Officer (CEO) and Key Managerial Personnel (KMP) of the Company of the company w.e.f. October 17, 2025.

1.5. Mr. Edukondal Nandakumar (PAN: AADPE2276M) has been appointed as the Chief Executive Officer (CEO) and Key Managerial Personnel (KMP) of the Company on the recommendation of Nomination and Remuneration Committee w.e.f. January 23, 2026.

2. Adequate notice(s) have been given to all directors to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance and compliance as required under the Act has been made by the Company and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. None of the meetings of the Board of directors or Committee Meetings were held at shorter notice.

3. All the decisions in the board meetings were carried through by majority while there were no dissenting member's views and hence not captured and recorded as part of the minutes.

We further report that there are adequate systems and process in the Company commensurate with the size and operations of the Company to monitor and ensure compliances with the applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company has following events /actions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards & guidelines, if any, as may be referred to above:

i. There were no major events/action having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards & guidelines.

ii. According to Sub-section 4 of Section 203 of the Companies Act, 2013 and relevant rules, if the office of any whole-time key managerial personnel is vacated, the resulting vacancy shall be filled-up by the Board at a meeting of the Board within a period of six months from the date of such vacancy. Mr. Vijay Musalgaonkar, CEO of the Company of the company was resigned w.e.f. October 17, 2025, and the vacancy was duly filled by the appointment of Mr. Edukondal Nandakumar as CEO and KMP of the company w.e.f. January 23, 2026.

iii. The Internal Auditor – Mr. Satish Jayaram, Chartered Accountant, of the Company has tendered his resignation w.e.f. July 22, 2025. Further, in line with the provisions of section 138 of the Companies Act, 2013, the Company has appointed Mr. Tushar Dahale, Chartered Accountant as Internal Auditor w.e.f. July 22, 2025. .

iv. In line with the provisions of section 204 of the Companies Act, 2013, the Company has appointed M/s. Ladda Bhutada & Associates, Company Secretaries Firm as Secretarial Auditor for FY 2025-26 in the board meeting held on November 03, 2025.

v. The Board Committees, namely Audit Committee and Nomination and Remuneration Committee have been constituted and have met four (4) times and one (1) time respectively.

For Ladda Bhutada & Associates,
Company Secretaries,
ICSI Unique Code: P2009MH019500
Peer Review Cert. No.: 3288/2023

CS Pramodkumar R. Ladda
Partner
FCS: 7326; COP No.: 8006
ICSI UDIN: F007326H000213554

Date: April 27,2026

Place: Pune, Bharat

Note: This report is to be read with Annexure A, which forms an integral part of this report.

First Energy 6 Private Limited

'Annexure-A'

To the Secretarial Audit Report

For the financial year ended 31st March, 2026

To,

The Members,

FIRST ENERGY 6 PRIVATE LIMITED
Regd. Office Address: 7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune, Maharashtra, India, 411014.

Our Secretarial Audit report for the financial year ending 31st March, 2026, of even date is to be read along with this letter.

A. Management's Responsibility

It is the responsibility of the management of the company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

B. Auditor's Responsibility

1. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to Secretarial Compliances.

2. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

3. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

4. We have followed the audit practice 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.

C. Disclaimer

1. 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.

2. The Secretarial Audit report is neither an assurance as to the future liability of the Company nor of the efficiency of effectiveness with which the management has conducted the affairs of the Company.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

For Ladda Bhutada & Associates,
Company Secretaries,
ICSI Unique Code: P2009MH019500
Peer Review Cert. No.: 3288/2023

CS Pramodkumar R. Ladda
Partner
FCS: 7326; COP No.: 8006
ICSI UDIN:F007326H000213554

Date: April 27,2026

Place: Pune, Bharat

INDEPENDENT AUDITOR'S REPORT

To the Members of First Energy 6 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy 6 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

First Energy 6 Private Limited

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 34(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 34(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has paid for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159QNNSLC8497
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy 6 Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy 6 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159QNNSLC8497
Place: Pune
Date: May 04, 2026

First Energy 6 Private Limited

Annexure B to Independent Auditor's Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy 6 Private Limited on the financial statements as of and for the year ended March 31, 2026

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 3 to the financial statements, are held in the name of the Company

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently, does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in four mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion, the term loans have been applied for the purposes for which they were obtained.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that the Company has utilised funds raised on short-term basis aggregating Rs. 86.54 Lakhs for long-term purposes.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Further, no such report has been filed by any other auditor appointed by the Company under the Act. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under

clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year and had incurred cash losses of Rs. 292.35 Lakhs in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159QNNSLC8497
Place: Pune
Date: May 04, 2026

First Energy 6 Private Limited

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	16,739.89	17,109.40
Capital work-in-progress	3(a)	104.06	-
Right of use assets	3b	9.33	-
Deferred tax assets	4	-	-
Income tax assets (net)	5	3.29	3.67
Other non-current assets	6	23.55	-
Total non-current assets		**16,880.12**	**17,113.07**
Current assets			
Financial assets			
(a) Investments	7	1,361.20	-
(b) Trade receivables	8	88.60	162.74
(c) Cash and cash equivalents	9(a)	136.80	32.99
(d) Bank balance other than (c) above	9(b)	370.58	355.48
(e) Other financial assets	10	159.48	157.50
Other current assets	11	129.92	141.40
Total current assets		**2,246.58**	**850.11**
Total assets		**19,126.70**	**17,963.18**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	12	4,462.95	4,462.95
Other equity	13	(254.07)	(815.94)
Total equity		**4,208.88**	**3,647.01**
Liabilities			
Non-current liabilities			
Financial liabilities			
(a) Borrowings	14(a)	12,288.88	12,463.91
(b) Lease liabilities	25	2.99	-
Total non-current liabilities		**12,291.87**	**12,463.91**
Current liabilities			
Financial liabilities			
(a) Borrowings	14(b)	2,423.42	1,570.46
(b) Lease liabilities	25	3.65	
(c) Trade payables	15		
i) total outstanding dues of micro enterprises and small enterprises		13.64	3.72
ii) total outstanding dues of creditors other than micro and small enterprises		119.54	53.01
(d) Other financial liabilities	16	63.54	222.26
Other current liabilities	17	2.17	2.81
Total current liabilities		**2,625.95**	**1,852.26**
Total equity and liabilities		**19,126.70**	**17,963.18**
Summary of material accounting policies	2		

The above Balance Sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations	18	1,562.96	467.17
Other income	19	31.86	35.08
Total Income		**1,594.82**	**502.25**
Expenses			
Finance costs	20	1,276.49	528.54
Depreciation, amortisation and impairment expense	21	709.82	427.51
Other expenses	22	595.61	239.97
Total Expenses		**2,581.92**	**1,196.02**
Loss before exceptional items and tax		**(987.10)**	**(693.77)**
Exceptional Items	30	1,548.97	-
Profit/(Loss) before tax		**561.87**	**(693.77)**
Tax expense			
Current tax	5	-	-
Deferred tax expense		-	-
Profit/ (loss) for the year		**561.87**	**(693.77)**
Total comprehensive income for the year		**561.87**	**(693.77)**
Earnings/ (Loss) per equity share			
Basic and Diluted (In Rs) (nominal value per share Rs 10)	23	1.26	(1.55)
Summary of material accounting policies	2		

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Statement of Profit and Loss referred in our report of even date

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of First Energy 6 Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN : 07727272

E Nandkumar
Chief Executive Officer

Ramesh Kharche
Chief Financial Officer

Hrishikesh Yadav
Company Secretary

Place: Pune
Date: April 24, 2026

Statement of changes in equity for the year ended March 31, 2026
(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

A. Equity Share Capital

Particulars	Amount
As at March 31, 2024	**4,462.95**
Issue during the year	-
As at March 31, 2025	**4,462.95**
Issue during the year	-
As at March 31, 2026	**4,462.95**

B Other Equity

Particulars	Retained Earnings	Total
As at March 31, 2024	(122.17)	(122.17)
Loss for the year	(693.77)	(693.77)
Total Comprehensive income for the year	**(693.77)**	**(693.77)**
As at March 31, 2025	**(815.94)**	**(815.94)**
Profit for the year	561.87	561.87
Total comprehensive income for the year	**561.87**	**561.87**
As at March 31, 2026	**(254.07)**	**(254.07)**

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

This is Statement of Changes in Equity referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of
First Energy 6 Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN : 07727272

E Nandkumar
Chief Executive Officer

Ramesh Kharche
Chief Financial Officer

Hrishikesh Yadav
Company Secretary

Place: Pune
Date: April 24, 2026

First Energy 6 Private Limited

Statement of cash flows for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A)	**Cash flows used in operating activities**		
	Profit / (loss) before tax	561.87	(693.77)
	Adjustments for		
	Depreciation, amorisation and impairment expense	709.82	427.51
	Provisions no longer required written back	-	(26.09)
	Finance costs	1,276.49	528.54
	Asset related claim	(1,394.07)	-
	Interest income from financial assets at amortised cost	(19.02)	(8.38)
	Gain on mutual fund measured at fair value through profit or loss	(12.65)	(0.61)
	Working capital adjustments		
	(Increase)/ decrease in trade receivables	74.14	(143.17)
	(Increase)/ decrease in other assets	9.80	(141.24)
	Increase in trade payables	76.44	1.95
	Increase/(Decrease) in other liabilities	(0.64)	0.39
	Increase/(Decrease) in other financial liabilities	-	(0.18)
	Cash generated/ (used in) operations	**1,282.18**	**(55.05)**
	Income taxes paid (net)	0.38	(2.81)
	Net cash generated/ (used in) operating activities	**1,282.56**	**(57.86)**
B)	**Cash flows from investing activities**		
	Payment for property, plant and equipment	(623.58)	(908.68)
	Proceed on account of Insurance claim	1,394.07	-
	Fixed deposits placed with banks	(370.58)	(68.48)
	Redemption of fixed deposits	355.48	
	Investment in mutual funds	(2,040.00)	(219.92)
	Proceeds from sale of mutual funds	691.46	474.79
	Interest income from financial assets at amortised cost	17.04	18.50
	Net cash flows used in investing activities	**(576.11)**	**(703.79)**
C)	**Cash flows from financing activities**		
	Proceeds from borrowings	776.62	2,449.88
	Transaction cost for availing borrowings	-	(41.80)
	Repayment of borrowings	(235.24)	(813.28)
	Payment of lease liabilities (Inclusive of interest Rs 0.22 lakhs)	(3.66)	-
	Interest paid	(1,139.72)	(512.98)
	Interest paid and capitalised in property, plant and equipment	-	(673.26)
	Initial cost incurred for right-of-use assets	(0.64)	-
	Net cash flows from financing activities	**(602.64)**	**408.56**
	Net increase/ (decrease) in cash and cash equivalents	**103.81**	**(353.09)**
	Cash and cash equivalents at the beginning of the year	32.99	386.08
	Cash and cash equivalents at the end of the year	**136.80**	**32.99**

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

	March 31, 2026	March 31, 2025
Cash and cash equivalents (refer note 9 (a))	136.80	32.99
Balances as per statement of Cash flow	**136.80**	**32.99**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer Note 14(b) for Net debt reconciliation

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

This is the Statement of Cash Flows referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of
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Company Secretary

Place: Pune
Date: April 24, 2026

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy 6 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on March 23, 2023 under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business of producing solar power.

The address of the Company's registered office is 7th Floor, fountainhead Tower 1, Viman Nagar, Pune - 411014 India. The Board of Directors have authorized these financial statements on April 24, 2026. The CIN of the Company is U35105PN2023PTC218888.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1. Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value (refer accounting policy regarding financial instruments);

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when the Company has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified goods or service and has discretion in establishing the price for the specified goods or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied to the customers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

At the end of each reporting period, the Company updates the estimated transaction price to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period. The Company accounts for such changes in the transaction price (including claims). Consideration / claim payable to a customer includes cash amounts that an entity pays to the customer. The Company accounts for consideration payable to a customer as a reduction of the transaction price and, therefore, of revenue unless the payment to the customer is in exchange for a distinct good or service that the customer transfers to the entity. The consideration payable to a customer includes a variable amount.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

b. Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment and capital work in progress are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and machinery	10 to 25	10 to 15
Building	30	3 to 30
Furniture and fixtures	10	10
Roads	3	3
Computers	3	3
Office equipment	5	5

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

c. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs pertaining to qualifying assets are presented as part of financing activities in statement of cash flows.

d. Exceptional item: Exceptional items refer to items of income or expense, including tax items, within the statement of profit and loss from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Company.

e. Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

f. Insurance Income: Insurance income is recognized in the profit and loss statement when it is probable that the economic benefits associated with the transaction will flow to the entity and the amount of income can be measured reliably.

In the case of insurance income, the company recognizes the insurance claim receivable as income when the claim is admitted by the insurer or when there is virtual certainty of the claim being accepted based on communication with the insurer. Insurance proceeds related to loss or damage of assets are recognized in the statement of profit and loss except to the extent that they represent reimbursement of the carrying amount of an asset which has been written down or written off, in which case, such proceeds are adjusted against the carrying amount of the relevant asset.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss. There are currently no debt securities which are carried at FVTPL.

iv. Equity investments

All equity investments in scope of Ind AS 109 - "Financial Instruments", are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. Currently, for all equity instruments, subsequent changes in the fair value is recognized in Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Income recognition

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the statement of profit and loss.

d. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

e. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

f. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

g. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent

of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of profit and loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

h. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

i. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

j. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

k. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

l. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

2.5. Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

3. Property, plant and equipment (including Capital work-in-progress)

Particulars	Freehold Land	Plant and Machinery	Building	Office Equipment	Roads	Furniture	Computer	Total	Capital work-in -progress
As at March 31, 2024	**154.93**	**-**	**-**	**-**	**-**	**-**	**-**	**154.93**	16,488.20
Additions	1.21	17,209.37	127.59	3.73	38.23	1.09	0.76	17,381.98	892.57
Deductions / transfer	-	-	-	-	-	-	-	-	17,380.77
As at March 31, 2025	**156.14**	**17,209.37**	**127.59**	**3.73**	**38.23**	**1.09**	**0.76**	**17,536.91**	**-**
Additions	-	344.78	-	-	-	-	-	344.78	448.84
Deductions / transfer	-	5.85	-	-	-	-	-	5.85	344.78
As at March 31, 2026	**156.14**	**17,548.30**	**127.59**	**3.73**	**38.23**	**1.09**	**0.76**	**17,875.84**	**104.06**
Accumulated depreciation and impairment									
As at March 31, 2024	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
For the year	-	274.19	8.83	0.29	4.98	0.04	0.10	288.43	-
Impairment loss (Refer note 30)		139.08	-	-	-	-	-	139.08	-
Deduction	-	-	-	-	-	-	-	-	-
As at March 31, 2025	**-**	**413.27**	**8.83**	**0.29**	**4.98**	**0.04**	**0.10**	**427.51**	**-**
For the year	-	673.81	21.47	0.71	12.11	0.10	0.24	708.44	-
Deduction	-	-	-	-	-	-	-	-	-
As at March 31, 2026	**-**	**1,087.08**	**30.30**	**1.00**	**17.09**	**0.14**	**0.34**	**1,135.95**	**-**
Net carrying amount:									
As at March 31, 2025	**156.14**	**16,796.10**	**118.76**	**3.44**	**33.25**	**1.05**	**0.66**	**17,109.40**	**-**
As at March 31, 2026	**156.14**	**16,461.22**	**97.29**	**2.73**	**21.14**	**0.95**	**0.42**	**16,739.89**	**104.06**

i) See note 14 for information on property, plant and equipment pledged as security by the Company.

ii) See note 24 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

iii) Refer note 30 for disclosure of impairment expenses during the year.

Ageing of capital work-in-progress

Particulars	As at March 31, 2026				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress					
Extenstion of existing 22.57 MW Solar project	104.06	-	-	-	104.06
Total	**104.06**	**-**	**-**	**-**	**104.06**

Capital work in progress mainly comprised overdue project of solar power plant and is expected to complete by June 2026. It has not exceeded its budgeted cost.

Capitalization of expenses

The Company has capitalized the following expenses to the cost of Property, plant and equipment / Capital work-in-progress. Consequently, expenses disclosed under the respective notes were net of amounts capitalized by the Company.

Particulars	As at March 31, 2026	As at March 31, 2025
Interest and reimbursement of Interest expenses	-	673.26
Total	**-**	**673.26**

3(b) Right- of- use assets

Particulars	Land Freehold	Total
Gross Block		
Deductions	-	-
As at March 31, 2025	**-**	**-**
Additions*	10.71	10.71
Deductions	-	-
As at March 31, 2026	**10.71**	**10.71**
Accumulated Amortization		
As at March 31, 2025	**-**	**-**
Charges for the year	1.38	1.38
Deductions	-	-
As at March 31, 2026	**1.38**	**1.38**
Net Block		
As at March 31, 2026	**9.33**	**9.33**
As at March 31, 2025	**-**	**-**

The Company has taken land on lease which has been accounted in accordance with Ind AS 116-Leases under right of use assets.

Refer note 25 for further disclosure on leases.

*Includes initial direct costs incurred by the lessee amounting to Rs 0.64 lakhs.

First Energy 6 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

4. Deferred tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets		
Losses available for offsetting against future taxable income	1,452.25	392.82
Total	**1,452.25**	**392.82**
Deferred tax liabilities		
Depreciation on property, plant and equipment	1,433.37	371.85
IND AS impact on borrowings	18.88	20.97
Total	**1,452.25**	**392.82**
Deferred tax assets (net)	**-**	**-**

The Company had tax losses including unabsorbed depreciation of Rs. 174.53 lakhs(March 31, 2025: Rs.748.67 lakhs) that are available for offsetting for future taxable profits. Deferred tax asset is not been recognised in respect of these losses as they may not be used to offset taxable profits elsewhere in the Company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Company was able to recognise all unrecognised deferred tax assets, the retained earnings for the year will increase by Rs 29.95 lakhs (March 31, 2025 - Rs.170.45 lakhs).

Particulars	Expiry date	As at March 31, 2026		As at March 31, 2025	
		Amount	Tax Impact	Amount	Tax Impact
Tax Losses	FY 2031-32	-	-	43.77	11.02
Unabsorbed depreciation	No Expiry period	174.53	29.95	704.90	117.52
Total		**174.53**	**29.95**	**748.67**	**128.54**

Reconciliation of tax expenses and the accounting profit multiplied by tax rate

Particulars	As at March 31, 2026	As at March 31, 2025
Profit / (loss) before tax	**561.87**	**(693.77)**
Indian statutory income tax rate	17.17%	17.17%
Expected tax expense / (credit)	96.46	(119.11)
Losses on which deferred tax asset not recognised	-	119.11
Deferred tax asset pertaining to previous year created during the year	(96.46)	-
Total tax expense	**-**	**-**

5. Income tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	**3.67**	**0.86**
Add: Taxes paid during the year	2.62	2.81
Less: Income tax received during the year	(3.00)	-
Total	**3.29**	**3.67**

6. Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	21.87	-
Prepaid Expenses	1.68	-
Total	**23.55**	**-**

There were no advances due by directors or other officers of the company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a member.

7. Current investments

Particulars	Number of units		Amount	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Investment at fair value through Profit and Loss				
Investments in Mutual Funds:				
Axis Overnight Fund Regular Growth	10,690.00	-	151.85	-
UTI Liquid Mutual Fund	13,517.78	-	604.70	-
Nippon India Liquid Fund	9,089.24	-	604.65	-
Total current investments	**33,297.02**	**-**	**1,361.20**	**-**
Aggregate value of quoted investments and market value thereof			1,361.20	-
Aggregate value of unquoted investments			-	-
Aggregate amount of impairment in the value of investments			-	-

8. Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables		
-Unbilled*	88.59	147.18
-Billed	0.01	15.56
Total	**88.60**	**162.74**
Break-up for security details:		
Secured considered good		
Trade receivables considered good - Unsecured	88.60	162.74
	88.60	162.74
Less: Impairment allowance	-	-
Total	**88.60**	**162.74**

No trade or other receivables are due from directors or officers of the company either severally or jointly with any other person nor any trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivables are unbilled because the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Trade receivables ageing:

As at March 31, 2026

Particulars/ Projects	Unbilled	Not due	Outstanding for the following period from due date of payments				Total
			Less than 6 months	1 year to 2 years	2 years to 3 years	More than 3 years	
(i) Undisputed Trade Receivables- considered good	88.59	-	0.01	-	-	-	88.60
Total	**88.59**	**-**	**0.01**	**-**	**-**	**-**	**88.60**

As at March 31, 2025

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars/ Projects	Unbilled	Not due	Outstanding for the following period from due date of payments				Total
			Less than 6 months	1 year to 2 years	2 years to 3 years	More than 3 years	
(i) Undisputed Trade Receivables- considered good	147.18	-	15.56	-	-	-	162.74
Total	**147.18**	**-**	**15.56**	**-**	**-**	**-**	**162.74**

9(a) Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with bank		
- In current accounts	136.80	32.99
Total	**136.80**	**32.99**

9(b) Other bank balances

Particulars	As at March 31, 2026	As at March 31, 2025
Deposits with original maturity of more than three months but less than twelve* months*	370.58	355.48
Total	**370.58**	**355.48**

*Includes Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract amounting to Rs 370.58 (March 31, 2025: Rs 355.48 lakhs)

10. Other financial assets (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits	157.50	157.50
Interest accrued but not due*	1.98	-
Total	**159.48**	**157.50**

* Below rounding norms adopted by the Company

11. Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	125.60	139.43
Advance to suppliers	4.32	1.09
Others	-	0.88
Total	**129.92**	**141.40**

12 Share Capital

a) Authorised Equity Share Capital

Particulars	No. of shares	Amount
As at March 31, 2024	**45,000,000**	**4,500.00**
Increase during the year	-	-
As at March 31, 2025	**45,000,000**	**4,500.00**
Increase during the year	-	-
As at March 31, 2026	**45,000,000**	**4,500.00**

b) Issued, Subscribed and paid up equity share capital

Particulars	No. of shares	Amount
As at March 31, 2024	**44,629,450**	**4,462.95**
Changes during the year	-	-
As at March 31, 2025	**44,629,450**	**4,462.95**
Changes during the year	-	-
As at March 31, 2026	**44,629,450**	**4,462.95**

c) Terms/Rights attached to the equity shares

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

d) Equity shares held by holding company

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Private Limited, India (including 6 shares held by nominee shareholders) *	33,010,000	3,301.00	33,010,000	3,301.00
Equity shares of Rs 10 each				

*Refer to note 14(a) for pledge of shares of the holding company

e) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited		
% Holding	73.96%	73.96%
No. of shares	33,010,000	33,010,000
(ii) MRF Limited		
% Holding	11.57%	11.57%
No. of shares	5,165,450	5,165,450
(iii)The Lakshmi Mills Company Limited		
% Holding	7.06%	7.06%
No. of shares	3,150,000	3,150,000

f) Shares held by promoters at the end of the year/ period

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited	3,30,10,000	73.96%	3,30,10,000	73.96%	0.00%

g) Aggregate number of shares issued for consideration other than cash :

There are no shares issued for consideration other than cash or by way of bonus shares during the current year or previous year.

First Energy 6 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

13. Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained earnings		
Opening balance	(815.94)	(122.17)
Add: Profit / Loss for the year	561.87	(693.77)
Add : Other Comprehensive Income	-	-
Total	**(254.07)**	**(815.94)**

14. Borrowings

14(a). Non-current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans from Bank		
Indian rupee loans from banks*	12,581.72	12,699.22
Less: Current maturities of long-term debt (included in current borrowings)	292.84	235.31
	12,288.88	**12,463.91**
Unsecured Loan		
From holding company	2,130.58	-
Less: Current maturities of loan from Holding company (included in current borrowings)	2,130.58	-
Total	**12,288.88**	**12,463.91**

* After considering unamortised transaction cost of Rs. 110.47 Lakhs (March 31, 2025 : Rs. 122.16 lakhs)

Aggregate secured borrowings	12,288.88	12,463.91
Aggregate unsecured borrowings	-	-

(i) Loans are measured at amortised cost.

Particulars	Date of maturity	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Secured borrowings					
Indian rupee loan from Bank of Baroda	March 31, 2044	Repayable in 79 structured quarterly installments from September 30, 2024	Six months MCLR	12,581.72	12,699.22
Unsecured borrowings					
Loan from holding company	October 31, 2026	Repayable on before maturity date	8.65%	2,130.58	-

(ii) Details of security

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of equity shares held by the holding company.

14(b) Current Borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Current maturities of long term borrowings	292.84	235.31
Unsecured loans		
Loan from holding company - current maturities of long term borrowing	2,130.58	-
Short Term Borrowing	-	1,335.15
Total	**2,423.42**	**1,570.46**
Aggregate secured borrowings	292.84	235.31
Aggregate unsecured borrowings	2,130.58	1,335.15

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Unsecured borrowings					
Loan from holding company	September 27, 2025	Repayable on before maturity date	9.20%	-	1,335.15

During the year, the Company has used all the borrowings for specific purpose for which they have been obtained.

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	136.80	32.99
Mutual funds	1,361.20	-
Other Bank Balances	370.58	355.48
Lease liabilities	(6.64)	-
Borrowings	(14,712.30)	(14,034.37)
Net debt	**(12,850.36)**	**(13,645.91)**

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Other assets			Liabilities from financing activities		Total
	Cash and cash equivalents	Other Bank balances	Liquid Investments	Borrowings including accrued interest	Lease liabilities	
Net debt as at March 31, 2024	**386.08**	**287.00**	**-**	**(12,412.11)**	**-**	**(11,739.03)**
Cash flows	(353.00)	68.48	-	(1,594.80)	-	(1,879.32)
Interest expense	-	-	-	(528.54)	-	(528.54)
Interest paid	-	-	-	1,186.24	-	1,186.24
Interest capitalised	-	-	-	(685.16)	-	(685.16)
Net debt as at March 31, 2025	**32.99**	**355.48**	**-**	**(14,034.37)**	**-**	**(13,645.91)**
Cash flows	103.81	370.58	1,348.54	(541.38)	3.44	1,284.98
Addition to leases	-	-	-	-	(10.08)	(10.08)
Interest expense	-	-	-	(1,276.27)	(0.22)	(1,276.49)
Interest paid	-	-	-	1,139.72	0.22	1,139.94
Fair value adjustments	-	-	12.66	-	-	12.66
Net debt as at March 31, 2026	**136.80**	**726.06**	**1,361.20**	**(14,712.30)**	**(6.64)**	**(12,494.88)**

Liquid investments comprise current investments that are traded in an active market, being the Company's financial asset held at fair value through profit or loss.

15. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises (Refer note 33)	13.64	3.72
Total outstanding dues of creditors other than micro and small enterprises		
i) Related parties (Refer note 26)	66.73	25.06
ii) Others	52.81	27.95
Total	**133.18**	**56.73**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	10.54	-	3.10	-	-	-	13.64
(ii) Others	57.76	0.07	44.96	5.81	10.94	-	119.54
Total	**68.30**	**0.07**	**48.06**	**5.81**	**10.94**	**-**	**133.18**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	3.62	0.10	-	-	-	-	3.72
(ii) Others	26.66	25.22	1.13	-	-	-	53.02
Total	**30.29**	**25.32**	**1.13**	**-**	**-**	**-**	**56.73**

16. Other financial liabilities (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Payable for property, plant and equipment (inclusive of payable to micro and small enterprises: Rs 0.98 lakhs)	63.54	222.26
Total	**63.54**	**222.26**

17. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues payable	2.17	2.80
Others	-	0.01
Total	**2.17**	**2.81**

18. Revenue from operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from power supply	1,562.96	467.17
Total	**1,562.96**	**467.17**

Disclosures pursuant to IND AS 115: Revenue from contracts with customers

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	1,562.96	467.17
At a point-in-time basis	-	-
Total revenue from contracts with customers	**1,562.96**	**467.17**
ii) Revenue by geographical market:		
Within India	1,562.96	467.17
Outside India	-	-
Total revenue from contracts with customers	**1,562.96**	**467.17**

iii) Reconciliation between revenue recognised in the Statement of profit and loss and contract price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract price	1,633.49	1,375.71
Trial run revenue reduced from cost of property, plant and equipment	-	908.54
Customer Claims	(70.53)	-
Total Revenue recognised	**1,562.96**	**467.17**

(iv) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

19. Other income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income from financial assets at amortised cost	19.02	8.38
Net gain on financial assets measured at fair value through profit or loss		
Net Gain on mutual fund measured at fair value through profit or loss	12.65	0.61
Provisions no longer required written back	-	26.09
Interest on income tax refund	0.19	-
Total	**31.86**	**35.08**

20. Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest and finance charges on financial liabilities measured at amortised cost		
-bank	1,134.68	1,142.61
-holding company	141.59	59.20
Interest on lease liabilities	0.22	-
Less: Capitalized during the year	-	(673.27)
Total	**1,276.49**	**528.53**

21. Depreciation and impairment expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	708.44	288.43
Impairment of property, plant and equipment (Refer note 30)	-	139.08
Amortization of right-of-use assets	1.38	-
Total	**709.82**	**427.51**

22. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Operation and maintenance expenses	118.44	41.56
Site expenses	53.40	18.27
Insurance	250.23	107.40
Repairs and maintenance	98.36	7.67
Director siting fees	3.30	1.65
Legal and professional fees	13.99	16.42
Auditor's remuneration (Refer below note)	2.95	1.77
Rates and taxes	3.67	2.62
Travelling and conveyance	7.99	0.03
Management fees	28.42	20.03
Technical charges/ Inspection	9.25	5.37
Rent expenses	2.77	-
Miscellaneous expenses	2.85	17.18
Total	**595.61**	**239.97**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current year and previous year.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
As Auditor		
Statutory audit fees (Including GST)	2.95	1.77
Total	**2.95**	**1.77**

23. Loss per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net profit/ (loss) attributable to the equity shareholders of the Company	561.87	(693.77)
Weighted average number of equity shares of Rs.10/- each	44,629,450	44,629,450
Basic and Diluted earnings /(loss) per share (In Rs.)	**1.26**	**(1.55)**

24. Contingent liabilities and commitments

Contingent liabilities

There are no liabilities of contingent nature.

Capital and other commitment

Estimated amount of contracts remaining to be executed in capital account (net of advances) and not provided for is Rs. 938.65 lakhs (March 31, 2025: Nil).

25. Leasing arrangements

Company as lessee

The Company has taken land on leases for a tenure of 3 years. There are no variable lease payments and residual value guarantees for these leases.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Carrying amounts of lease liabilities and the movements during the year:

Particulars	As at March 31, 2026
At the beginning of the year	-
Additions	10.08
Accretion of interest	0.22
Payments made	(3.66)
As at end of the year	**6.64**
Current portion of lease liabilities	3.65
Non-current portion of lease liabilities	2.99
Total	**6.64**

Details of amounts recognised in Statement of Profit and Loss

Particulars	For the year ended March 31, 2026
Amortisation of right-of-use assets	1.38
Interest expense on lease liabilities	0.22
Short-term lease rent paid	2.77
Total amount recognised in Statement of Profit and Loss	**4.37**

The total cash outflow for leases for the year was Rs. 7.07 lakhs including short term lease rent paid Rs 2.77 lakhs

Extension and termination options are included the lease. This is used to maximise operational flexibility in terms of managing the asset used in the company's operations. The extension and termination option held is exercisable mutually by the Company and lessor.

26. Related party disclosures

A Immediate holding company

First Energy Private Limited

B Ultimate holding company

RDA Holding Private Limited

C Intermediate holding company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel:

1 Ravi Damaraju - Director

2 Sandeep Mandke- Director

3 Vijay Musalgaonkar- Chief Executive Officer (w.e.f. December 22, 2023 to October 17, 2025)

4 Krunal Thakarar- Chief Financial Officer (w.e.f. December 22, 2023 till August 30, 2024)

6 The Akanksha Foundation, India

5 Ramesh Kharche - Chief Financial Officer (w.e.f. January 24, 2025)

6 Sumit Rathi - Director (w.e.f. April 03, 2024)

7 Hrishikesh Yadav - Company Secretary (w.e.f. May 02, 2024)

8 Sanjay Parande - Independent and Additional Director (w.e.f. July 26, 2024)

9 Ashok Joshi - Independent and Additional Director (w.e.f. July 26, 2024)

10 Edukondal Nandakumar - Chief Executive Officer (w.e.f. January 23, 2026)

E Entities under common control with whom there have been transactions during the year

First Energy 5 Private Limited

F Transactions with Related parties:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
With Immediate holding company		
First Energy Private Limited		
Interest on borrowings	141.59	59.20
Reimbursement of expenses paid	0.12	0.10
Management fees	28.42	20.03
Loan taken	668.00	1,144.50
Loan repaid	-	670.28
Lease rent expenses	4.31	-
Entities under common control		
First Energy 5 Private Limited		
Reimbursement of expenses paid	15.07	1.21
Key management personnel		
Short term employee benefits (Director sitting fees)	3.30	1.65

G Outstanding balances

Particulars	As at March 31, 2026	As at March 31, 2025
Immediate holding company		
Borrowings (Including interest accrued)	2,130.58	1,335.15
Trade payables	51.66	25.06
First Energy 5 Private Limited		
Trade payables	15.07	-

H Terms and conditions for outstanding balances

All outstanding balances are unsecured, interest free (except for borrowings) and payable in cash. For details of interest on borrowings, refer note 14.

The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

27. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables	133.18	56.73
Borrowings	14,712.30	13,996.44
Other liabilities	63.54	260.19
Total	**14,909.02**	**14,313.36**
Current liabilities	2,620.13	1,849.45
Non-current liabilities	12,288.89	12,463.91
Total	**14,909.02**	**14,313.36**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	88.60	162.74
Cash and cash equivalents	136.80	32.99
Bank balances other than cash and cash equivalents	370.58	355.48
Other financial assets	159.48	157.50
Total	**755.46**	**708.71**
Current assets	755.46	708.71
Non-current assets	-	-
Total	**755.46**	**708.71**

The carrying value of trade receivables, cash and cash equivalents, bank balances, other financial assets, trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable or in case of fixed rate borrowings, movements in interest rates from the recognition of such financial instrument till period end not being material.

Break-up of financial assets carried at fair value through profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets		
Investments		
Mutual funds	1,361.20	-
Total financial assets (Current)	**1,361.20**	**-**

Fair value of market linked mutual funds is determined using Net Asset Value (NAV) report issued by mutual fund house.

Fair value hierarchy

The following table provides the fair value measurement hierarchy of the company's assets.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2026

Particulars	Date of valuation	Level 1	Level 2	Level 3
Financial Assets				
Investments				
Mutual funds	March 31, 2026	1,361.20	-	-

Investments

Level I: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level II: The Fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level III: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

28. Financial risk management

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents are derived directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The Management of the company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and price risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

The sensitivity analyses in the following sections relate to the position as at March 31, 2026 and March 31,2025.

a) 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.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's loss before tax is affected through the impact on floating rate borrowings.

	March 31, 2026	March 31, 2025
Variable rate borrowings	12,581.72	12,699.22

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's loss before tax is affected through the impact on floating rate borrowings, as follows:

	March 31, 2026	March 31, 2025
Interest rates - Increase by 25 basis points (March 31, 2025 - 25 basis points)	(30.36)	(13.01)
Interest rates - Decrease by 25 basis points (March 31, 2025 - 25 basis points)	33.59	13.01

'Impact due to sensitivity of interest rate is not calculated for comparative period, because the Company's loss before tax was not affected through the impact on floating rate borrowings,

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

as borrowing was towards acquiring a qualifying asset and the related interest was capitalised according to IND AS 23.

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the year and comparative period and hence not exposed to any foreign currency risk.

c Price risk

The Company's investments are susceptible to market risk arising from uncertainties about future values of the investment securities. These securities are quoted. The Company manages the price risk through placing limits on individual and total equity/ mutual fund investments. Reports on the investment portfolio are submitted to the management on a regular basis. The Company is not currently exposed significantly to such risks

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and security deposits) and from its investing activities, including deposits with banks.

Expected credit loss for

Balances with banks

Credit risk from balances with banks is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

Other financial assets carried at amortised cost

The Company's other financial assets comprise security deposits held with state electricity authorities, which carry low credit risk. Accordingly, no loss allowance has been recognised.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit ratings and risk of potential default based on defined credit risk parameters. An impairment analysis is performed based on expected credit loss model at each reporting date. The calculation is based on losses as per historical data and forward looking information. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in notes above. There is no charge of impairment to Statement of Profit and Loss in the current and previous year.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash, marketable securities the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	> 5 years
Non- derivative					
Borrowings	2,423.41	946.49	1,155.65	10,297.21	14,822.76
Lease liability	3.65	2.99	-	-	6.64
Trade payables	133.18	-	-	-	133.18
Other financial liabilities	63.54	-	-	-	63.54

March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	> 5 years
Non- derivative					
Borrowings	1,532.53	716.40	1,087.67	10,781.99	14,118.59
Trade payables	56.73	-	-	-	56.73
Other financial liabilities	222.26	-	-	-	222.26

First Energy 6 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

29 Analytical ratios

S. No.	Particulars	Numerator	Denominator	For the year ended March 31, 2026	For the year ended March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current assets	Current liabilities	0.86	0.46	86%	Refer note (i)
2	Debt-Equity Ratio	Total debt	Shareholders' equity	3.50	3.84	-9%	Not Applicable
3	Debt Service Coverage Ratio	Earnings available for debt service (Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt Service (Interest + Principal Repayments)	1.69	0.47	259%	Refer note (i)
4	Return on Equity	Net profits after taxes	Average Shareholder's equity	0.14	-0.17	186%	Refer note (i)
5	Trade payables turnover Ratio	Net Credit Purchases	Average trade payables	6.27	2.85	120%	Refer note (ii)
6	Trade Receivables turnover Ratio	Total Sales	Average Trade Receivable	12.44	5.13	142%	Refer note (ii)
7	Return on investment	Investment income	Average investments	3.03%	2.01%	51%	Refer note (iii)
8	Return on Capital employed	Earning before interest and taxes	Capital employed	9.72%	-0.01	1072%	Refer note (i)
9	Net capital turnover Ratio	Total Sales	Working Capital	(4.12)	-0.47	777%	Refer note (i)
10	Net Profit Ratio	Net Profits after taxes	Revenue	0.36	-1.49	124%	Refer note (i)

Working Capital = Current assets less Current liabilities
Capital employed = Tangible Net worth plus total debt
Average = (Opening + Closing)/2
Note:
(i) Increase in current ratio, debt service coverage ratio, return on equity, return on capital employed, net capital turnover ratio, net profit ratio resulted is attributable to exceptional income accounted during the year, resulting from insurance claim received during the year.
(ii) Increase in sales during the year resulted in favourable ratio of net capital turnover ratio, trade receivable turnover ratio.
(iii) Investment in mutual funds resulted in higher yield during the year.

30. Exceptional Items (Income)

	For the year ended March 31, 2026
Insurance Income received*	1,548.97
Total	**1,548.97**

Note: The project site was affected by severe rainfall in December 2023 and December 2024, leading to flooding and submergence. Insurance claims towards asset damage and business interruption amounting to Rs. 1548.97 lakhs were received during the year and recognised as exceptional income.

31. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

	March 31, 2026	March 31, 2025
Borrowings including accrued interest	14,712.30	14,034.37
Lease liability	6.64	-
Less: Cash and cash equivalents (includes other bank balances)	507.38	388.47
Less: Liquid assets	1,361.20	-
Net debt	**12,850.36**	**13,645.90**
Equity	**4,208.88**	**3,647.01**
Net Debt to Equity	**3.05**	**3.74**

Net debt to equity ratio has decreased on account of increase in liquid assets mainly due to cash inflow arising out of insurance claim.

Loan Covenants

The Borrower shall, during the entire tenor of the Facility, ensure that:

(a) the FACR shall be above 1.2x

(b) its Debt to Equity Ratio should not be greater than 4.5:1 and

(c) its Debt Service Coverage Ratio does not fall below 1.10:1

(d) Interest coverage ratio does not fall below 1.5:1

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Financial Covenant are tested based on the audited financial statements annually within a period of 6 (six) months from the end of the relevant Financial Year.

There is no debt covenant breach as on March 31, 2026.

32. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment.

Major customers accounting for more than 10% of total revenue individually

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Customer A	691.91	605.84
Customer B	455.98	387.03
Customer C	255.72	210.92
Total	**1,403.61**	**1,203.79**

33. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	14.62	3.72
- Interest due thereon	0.02	-
The amount of interest paid by the Company 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	-	-
The amount of payment made to the supplier beyond the appointed day during the year	171.14	14.73
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	0.41	0.14
The amount of interest accrued and remaining unpaid at the end of each accounting year	0.44	0.14
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.	0.62	0.18

34. Other statutory information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current year or previous period.

(iv) There is no income surrendered or disclosed as income during the current period in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current year or previous period.

viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

a. 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

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

35. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

36. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements of record retention.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of
First Energy 6 Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN : 07727272

E Nandkumar
Chief Executive Officer

Ramesh Kharche
Chief Financial Officer

Hrishikesh Yadav
Company Secretary

Place: Pune
Date: April 24, 2026

First Energy 7 Private Limited

Board of Directors
Ravi Damaraju
Sandeep Mandke
Sumit Rathi
Sanjay Parande
Ashok Joshi

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014.

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
Umesh Mhaske, Chief Executive Officer
(Ceased w.e.f. June 12, 2025.)
Ganesh Gopalakrishnan, Chief Executive Officer
(w.e.f. Novemeber 3, 2025.)
Abhishek Kangokar, Chief Financial Officer
Aditi Karambelkar, Company Secretary

Bankers
Yes Bank Limited

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure to present the Third Annual Report, together with the audited financial statements of your company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	836.72	639.36
Profit before finance cost, depreciation, and tax	691.64	547.44
Finance Cost	429.07	286.62
Profit before depreciation and tax	262.57	260.81
Depreciation and impairment	271.65	203.16
Profit/(Loss) before tax	(9.08)	57.65
Provision for taxation (incl. deferred tax)	(11.49)	(18.0)
Items that are not to be reclassified to profit or loss	-	-
Profit/(Loss) after tax	(20.57)	39.65

State of Company's Affairs

The Company has commissioned a Solar project with a plant capacity of 15.5MWp/11.5MW and operational since June 2024.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affects the financial position of the Company

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves

During the year, the company has not transferred any amount to the General Reserve

Share Capital

During the year there were no changes in the capital structure of the Company. The Paid-up Share Capital of the Company is Rs. 18,82,00,000 divided into 1,88,20,000 Equity Shares of Rs. 10 each. The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Solar business and has drawn a mitigation plan to address the same –

- **Land Risk :** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources:** This type of risk involves risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also contracts competent local infra partners having experience and capability.
- **Renewable Sources and Grid Availability :** The major risk identified by the Company is generation loss due to lower radiation, and Grid failures. The Company continuously studies the radiation levels with historical data from reliable sources. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- **Plant Uptime and Soiling Losses :** This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using water cleaning modules at regular frequency.
- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety. The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication : HSE Moment/Lessons Learnt : Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability, Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training : HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors.
- HSE Digitalisation : HSE digital software implemented for hazard reporting and risk behaviour reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors and Key Managerial Personnels

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sumit Rathi (DIN: 07727272) retires by rotation and being eligible offers, himself for re-appointment. The proposal of re-appointment forms part of the Notice of the Third AGM of the Company.

During the year, the following changes took place in the Directors and Key Managerial Personnel(s) of the Company.

- Mr. Umesh Mhaske has resigned as the Chief Executive Officer (CEO) & Key Managerial Personnel (KMP) of the Company w.e.f. June 12, 2025.
- Mr. Ganesh Othiyathur Seshaiya Gopalakrishnan was appointed as the CEO & KMP of the Company w.e.f. November 3, 2025.
- The appointment of Mr. Sanjay Parande (DIN: 07161299) and Mr. Ashok Joshi (DIN: 02296952), Additional Independent Directors of the Company was regularized in the Annual General Meeting held on July 22, 2025.

Policy on appointment and remuneration of directors and key managerial personnel

The Board has adopted a policy on selection and appointment of Directors and remuneration of Directors, KMPs and employees. The Directors do not receive any remuneration except independent directors who are entitled to sitting fees as approved by the Board for each Board/Committee meeting attended. A detailed policy is annexed herewith as Annexure 1 and forms part of this report.

Declaration by Independent Directors

The Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have also confirmed that their names have been added in the data bank maintained by the Indian Institute of Corporate Affairs for independent directors, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, every individual whose name is so included in the data bank shall pass an online proficiency self-assessment test. However, an individual who has fulfilled the criteria prescribed in Rule 6(4) of the said Rules, is exempted from passing the online proficiency self-assessment test. In view of the same, Mr. Sanjay Parande, having met the aforesaid criteria, was exempted from the proficiency self-assessment test and Mr. Ashok Joshi has passed the proficiency self-assessment test.

The Board is of the opinion that the Directors of the Company are eminent persons with integrity and have necessary expertise and experience to continue to discharge their responsibilities as Directors of the Company.

Board Meetings

During the year, the Board met four times on April 28, 2025, July 23, 2025, November 3, 2025 and January 23, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Independent directors meeting

During the year under review, the independent directors met once on January 21, 2026 where all independent directors were present inter alia to review the performance of the Board and non-independent directors of the Company.

Committees of the Board

The Board has constituted the following committees viz. Audit Committee and Nomination and Remuneration Committee.

Audit Committee

The Audit Committee of the Board of Directors was constituted on July 26, 2024. The committee comprises of all directors being non-executive directors viz Mr. Sanjay Parande as the Chairman and Mr. Ashok Joshi & Mr. Sandeep Mandke as members of the committee. The committee met four times during the year on on April 28, 2025, July 23, 2025, November 3, 2025 and January 23, 2026. Further, all the recommendations made by the audit committee were accepted by the Board.

Nomination & Remuneration Committee

The Nomination & Remuneration Committee of the Board of Directors was constituted on July 26, 2024. The committee comprises of all directors being non-executive directors viz Mr. Ashok Joshi as the Chairman and Mr. Sanjay Parande & Mr. Ravi Damaraju as members of the committee. The committee met once on November 3, 2025.

Director's Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026 and of the loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

First Energy 7 Private Limited

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Audit Committee for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 2 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar and associated Renewable energy generation sources for commercial & industrial customers.

As a part of its "Build-Green" initiatives, the Company has installed solar powered Robots to clean the solar modules at the Opex projects thus ensuring waterless cleaning. In the case of Technology absorption, the Company used higher rated (540 & 550Wp) Monoperc PV models with better efficiency. The structure is designed to withstand the wind load. Robot technology is being adopted for cleaning the modules and this will help to conserve water and reduce soiling losses.

In the case of Technology absorption, the Company used higher rated (>540Wp) Monoperc PV modules with better efficiency, a structure designed to string type Solar Inverters designed for outdoor installation.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the Company will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the registered office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant or material orders passed by the Regulators / Courts.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of onetime settlement with any Bank or Financial Institution.

Changes in the Regulatory Provisions and its impact on the business

During the year, the below changes were made to the Regulatory Provisions:

- During the year, Ministry of Power notified an amendment to the Electricity Rules 2005 to clarify that the mininmum 26% equity and mininmum 51% consumption is to be maintained by Company as well, in addition to Association of Persons (AoPs). Further, consumption by Holding Company or its subsidiaries in addition to the subsidiary of the Company, shall qualify as captive consumption. The prevailing requirement of consumption proportional to the equity shareholding has been modified and the consumption is now required to be maximum equal to the equity shareholding. Any energy wheeled more than the equity share will be treated as non-captive and shall attract Cross Subsidy Surcharge and Additional Surcharge. Further, if any single consumer has more than 26% equity, excess consumption shall be allowed as well. As we have been following the 26-74% from the beginning and as the Company is a dedicated captive with single consumer, this change has no impact on the captive compliance of the Company/ Consumer due the change in said Rules.

- Maharashtra announced solar and non solar hours tariffs, with restricted banking provision to solar hours only in Q1 FY 26. The matter was immediately stayed in favour of the consumers. Maharashtra Electricity regulatory Commission (MERC) on directives of the Supreme Court had to re-open the regulatory stakeholder public hearing process on proposed changes, and meanwhile, banking provisions were maintained until further development. However, MERC has recently issued the revised Multi year tariff order (MYT Order) on 25th March 2026, enforcing the banking provisions. The matter has again been taken up at Appellate tribunal for electricity (APTEL) and currently hearings are being held since 20th April 2026 in this matter. Impact will be known once we have a final position on banking provisions and mitigations will be planned in accordance with the Captive Power agreement (CPA) Terms or mutual agreements with the consumers.

Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five years from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work and support.

For and on behalf of the Board of Directors of
First Energy 7 Private Limited

Ravi Damaraju	**Sumit Rathi**
Director	Director
DIN: 09554649	DIN: 07727272

Pune, April 24, 2026

Annexure 1

Policy on Selection and Appointment of Directors and Remuneration of Directors, KMPs and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Non-Executive Directors (NEDs), based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict-of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration:

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD, WTD & CEO:

i. At the time of appointment or re-appointment, the Managing Director (MD), Whole Time Director (WTD) and Chief Executive Officer (CEO) shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the MD, WTD and CEO within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD, WTD and CEO is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure/consider the following:

a. the relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD, WTD and CEO, the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component.

(ii) The division is based on the fixed salary and performance bonuses.

(iii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

Based on the Annual Business Plan prepared, Individual Contribution Plan (ICP) is prepared by the Senior Management which is agreed upon. It broadly contains certain targets for strategic objectives, operational excellence-oriented initiatives, and business deliverables. The actual performance of individual repartee will be discussed by the MD and CEO at the year's end. Based on the appraisal and overall performance of the Company and after considering the market trends, suitable increments/ variable pay shall be decided by the MD and CEO.

The MD & CEO will present a snapshot of the evaluation carried out to assess the performance of the Whole-time Director, while recommending the annual increment of the NRC, for its review and approval.

First Energy 7 Private Limited

Annexure 2

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 27 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 7 Private Limited

Ravi Damaraju	**Sumit Rathi**
Director	Director
DIN : 09554649	DIN: 07727272

Pune, April 24, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of First Energy 7 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy 7 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

First Energy 7 Private Limited

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 34(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 34(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has paid for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159NYULFC5191
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditors' Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy 7 Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy 7 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159NYULFC5191
Place: Pune
Date: May 04, 2026

First Energy 7 Private Limited

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy 7 Private Limited on the financial statements as of and for the year ended March 31, 2026

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 3 to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in one mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion, the term loans have been applied for the purposes for which they were obtained.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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 procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159NYULFC5191
Place: Pune
Date: May 04, 2026

First Energy 7 Private Limited

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	5,553.64	5,813.13
Right-of-use assets	3(b)	220.02	228.40
Financial assets			
(a) Other financial assets	4(a)	27.62	27.62
Income tax assets (net)	5	1.25	0.51
Total non-current assets		**5,802.53**	**6,069.66**
Current assets			
Financial assets			
(a) Investments	6	-	151.56
(b) Trade receivables	7	161.38	87.12
(c) Cash and cash equivalents	8	143.68	64.54
(d) Bank balance other than (c) above	9	134.56	-
Other current assets	10	10.99	4.72
Total current assets		**450.61**	**307.94**
Total Assets		**6,253.14**	**6,377.60**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	1,882.00	1,882.00
Other equity	12	(5.46)	15.11
Total Equity		**1,876.54**	**1,897.11**
Non-current liabilities			
Financial liabilities			
(a) Borrowings	13(a)	3,899.37	4,003.21
(b) Lease liabilities	14(a)	188.79	188.53
Deferred tax liabilities (net)	15	29.49	18.00
Total non-current liabilities		**4,117.65**	**4,209.74**
Current liabilities			
Financial liabilities			
(a) Borrowings	13(b)	191.70	156.17
(b) Lease liabilities	14(b)	18.95	36.10
(c) Trade payables	16		
i) total outstanding dues of micro and small enterprises		5.29	0.59
ii) total outstanding dues of creditors other than micro and small enterprises		30.55	7.30
(d) Other financial liabilities	17	12.46	69.15
Other current liabilities	18	-	1.44
Total current liabilities		**258.95**	**270.75**
Total Equity and Liabilities		**6,253.14**	**6,377.60**

Summary of material accounting policies 2

The above Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	March 26, 2023 to March 31, 2025
Income			
Revenue from operations	19	825.76	637.76
Other income	20	10.96	1.60
Total Income		**836.72**	**639.36**
Expenses			
Finance costs	21	429.07	286.62
Depreciation and amortisation expenses	22	271.65	203.16
Other expenses	23	145.08	91.92
Total expenses		**845.80**	**581.70**
Profit/ (Loss) before tax		**(9.08)**	**57.66**
Tax expense			
Current tax		-	-
Deferred tax	15	(11.49)	(18.00)
Profit /(Loss) for the year		**(20.57)**	**39.66**
Other comprehensive income		-	-
Total comprehensive income for the year		**(20.57)**	**39.66**
Earnings per equity share			
Basic and Diluted [nominal value per share ₹ 10]	24	(0.11)	0.21

Summary of material accounting policies 2

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of First Energy 7 Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN: 09675574

Ganesh Gopalakrishnan
Chief Executive Officer

Abhishek Kangokar
Chief Financial Officer

Aditi Karambelkar
Company Secretary

Place: Pune
Date: April 24, 2026

Statement of changes in equity for the year ended March 31, 2026
(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

A. Equity Share Capital

Particulars	Amount
As at April 1, 2024	**1,882.00**
Issued during the year	-
As at March 31, 2025	**1,882.00**
Issued during the year	-
As at March 31, 2026	**1,882.00**

B Other Equity

Particulars	Retained Earnings	Total
As at April 1, 2024	(24.55)	(24.55)
Profit for the year	39.66	39.66
Other comprehensive income	-	-
Total Comprehensive income for the period	**39.66**	**39.66**
As at March 31, 2025	**15.11**	**15.11**
Loss for the year	(20.57)	(20.57)
Other Comprehensive Income	-	-
Total Comprehensive Income for the year	**(20.57)**	**(20.57)**
As at March 31, 2026	**(5.46)**	**(5.46)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of
First Energy 7 Private Limited

Sumit Rathi
Director
DIN : 07727272

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Chief Executive Officer

Abhishek Kangokar
Chief Financial Officer

Aditi Karambelkar
Company Secretary

Place: Pune
Date: April 24, 2026

First Energy 7 Private Limited

Statement of cash flows for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the year ended March 31, 2026	For the year ended March 26, 2023 to March 31, 2025
A)	**Cash flows from operating activities**		
	Profit/(loss) before tax	(9.08)	57.66
	Adjustments for:		
	Depreciation and amortisation expenses	271.65	203.16
	Finance costs	429.07	286.62
	Loss on lease disposal	-	2.30
	Interest income from financial assets at amortised cost	(5.28)	-
	Liabilities no longer required written back	(0.63)	-
	Net gain on mutual fund measured at fair value through profit or loss	(5.02)	(1.56)
	Working capital adjustments		
	(Increase) in trade receivables	(74.26)	(87.12)
	(Increase) in other financial assets	-	(26.72)
	(Increase) in other assets	(6.27)	(4.72)
	Increase/ (decrease) in trade payables	28.58	(15.24)
	Increase/ (decrease) in other financial liabilities	0.01	(0.81)
	(Decrease) in other liabilities	(1.44)	(17.70)
	Cash generated from operations	**627.33**	**395.87**
	Income taxes (paid)/refund received (net)	(0.74)	0.52
	Net cash generated from operating activities	**626.59**	**396.39**
B)	**Cash flows from investing activities**		
	Payments for property, plant and equipment	(60.48)	(3,196.17)
	Fixed deposit placed with Bank	(134.56)	-
	Investments in mutual funds	(169.99)	(170.00)
	Proceeds from sale of mutual funds	326.58	20.00
	Interest received	5.28	-
	Net cash used in investing activities	**(33.17)**	**(3,346.17)**
C)	**Cash flows from financing activities**		
	Proceeds from borrowings	8,398.00	5,810.85
	Repayment of borrowings	(8,515.54)	(2,460.85)
	Expenses related to Initial borrowing cost paid	(26.82)	(53.29)
	Interest paid on borrowings	(333.82)	(291.34)
	Interest paid	-	(54.25)
	Payments of lease liabilities (interest)	(36.10)	-
	Net cash flow from financing activities	**(514.28)**	**2,951.12**
	Net increase in cash and cash equivalents	**79.14**	**1.34**
	Cash and cash equivalents at the beginning of the year	64.54	63.20
	Cash and cash equivalents at the end of the financial year	**143.68**	**64.54**
	Non-cash financing activities		
	-Acquisition/ (disposal) of right-of-use assets	-	(27.38)

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

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents (Refer note 8)	143.68	64.54
Balances as per statement of Cash flows	**143.68**	**64.54**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer Note 13(b) for Net debt reconciliation.

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

As per our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of
First Energy 7 Private Limited

Sumit Rathi
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Chief Financial Officer

Aditi Karambelkar
Company Secretary

Place: Pune
Date: April 24, 2026

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy 7 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on February 01, 2024 under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business of producing solar power.

The address of the Company's registered office is 7th Floor, fountainhead Tower 1, Viman Nagar, Pune - 411014 India. The Board of Directors have authorized these financial statements on April 24, 2026. The CIN of the Company is U35105PN2023PTC218968.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value (refer accounting policy regarding financial instruments);

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when the Company has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied to consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

At the end of each reporting period, the Company updates the estimated transaction price to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period. The Company accounts for such changes in the transaction price (including claims). Consideration / claim payable to a customer includes cash amounts that an entity pays to the customer. The Company accounts for consideration payable to a customer as a reduction of the transaction price and, therefore, of revenue unless the payment to the customer is in exchange for a distinct good or service that the customer transfers to the entity. The consideration payable to a customer includes a variable amount.

Variable consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

b. Property, plant and equipment

All items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15
Building	30	3 to 30
Furniture and fixtures	10	10
Roads	3	3

Also refer 2.3.c for other accounting policies relating to Property, plant and equipment.

c. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs pertaining to qualifying assets are presented as part of financing activities in statement of cash flows.

d. Leases

Company as a lessee

The Company lease asset classes primarily consist of leasehold lands. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate standalone price of the non-lease components.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss. There are currently no debt securities which are carried at FVTPL.

iv. Equity Instruments

All equity investments in scope of Ind AS 109 - "Financial Instruments", are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. Currently, for all equity instruments, subsequent changes in the fair value is recognized in Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Borrowings are classified as current liabilities unless, at the end of the reporting period, the group has a right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Property, plant and equipment (PPE)

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

e. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

f. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or

directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

g. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of profit and loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

h. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

i. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

j. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

k. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

l. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Borrowing costs

Significant management judgement is involved in determining whether in assessing whether the asset is a qualifying asset using the factors such as period of time to get ready, nature of activities necessary and industry practice. The construction of project involves a period ranging from 6 months to 10 months.

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

ii. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

iii. Impairment of property, plant and equipment

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected generation based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would lead to recoverable amount and conclusion on impairment assessment.

2.5 Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3 a. Property, plant and equipment (including Capital work-in-progress)

Particulars	Buildings	Plant and Machinary	Roads	Furniture and fixtures	Total	Capital work-in-progress
Gross carrying amount:						
As at April 1, 2024	**-**	**-**	**-**	**-**	**-**	**2,409.30**
Additions	94.52	5,882.07	32.85	1.13	6,010.57	3,601.27
Deduction	-	-	-	-	-	6,010.57
As at March 31, 2025	**94.52**	**5,882.07**	**32.85**	**1.13**	**6,010.57**	**-**
Additions	-	3.78	-	-	3.78	-
Deduction	-	-	-	-	-	-
As at March 31, 2026	**94.52**	**5,885.85**	**32.85**	**1.13**	**6,014.35**	**-**
Accumulated Depreciation						
As at April 1, 2024	**-**	**-**	**-**	**-**	**-**	**-**
For the year	11.11	178.44	7.81	0.08	197.44	-
As at March 31, 2025	**11.11**	**178.44**	**7.81**	**0.08**	**197.44**	**-**
For the year	14.79	237.98	10.40	0.10	263.27	-
As at March 31, 2026	**25.90**	**416.42**	**18.21**	**0.18**	**460.71**	**-**
Net carrying amount:						
As at March 31, 2026	**68.62**	**5,469.43**	**14.64**	**0.95**	**5,553.64**	**-**
As at March 31, 2025	**83.41**	**5,703.63**	**25.04**	**1.05**	**5,813.13**	**-**

i) See note 13(a) for information on property, plant and equipment pledged as security by the Company.
ii) See note 25 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Capitalization of expenses

The Company has capitalized the following expenses of to the cost of Property, plant and equipment / Capital work-in-progress. Consequently, expenses disclosed under the respective notes were net of amounts capitalized by the Company.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expenses (net)	-	59.53
Depreciation and reimbursement of depreciation expenses	-	2.39
Total	**-**	**61.92**

First Energy 7 Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

3(b) Right- of- use assets

Particulars	Leasehold Land	Total
Gross carrying amount:		
As at April 1, 2024	**265.33**	**265.33**
Additions	-	-
Deductions	(27.38)	(27.38)
As at March 31, 2025	**237.95**	**237.95**
Additions	-	-
Deductions	-	-
As at March 31, 2026	**237.95**	**237.95**
Accumulated Depreciation		
As at April 1, 2024	**1.54**	**1.54**
Charge for the year	8.11	8.11
Deductions	(0.10)	(0.10)
As at March 31, 2025	**9.55**	**9.55**
Charge for the year	8.38	8.38
Deductions	-	-
As at March 31, 2026	**17.93**	**17.93**
Net Block		
As at March 31, 2026	**220.02**	**220.02**
As at March 31, 2025	**228.40**	**228.40**

Company has taken land on lease which has been accounted in accordance with Ind AS 116-Leases under right of use assets. Refer note 26 for further disclosure on leases.

4(a) Other financial assets (non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits	**27.62**	**27.62**
Total	**27.62**	**27.62**

5. Income tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	0.51	1.03
Add: Taxes paid during the year	1.25	0.51
Less: Refund received during the year	(0.51)	(1.03)
Total	**1.25**	**0.51**

6. Investments

Particulars	Number of units		Amount	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Investment at fair value through Profit and Loss				
Investments in Mutual Funds:				
Nippon India Liquid Fund -Growth- Regular	-	2,418.13	-	151.56
Total Current Investments	**-**	**2,418.13**	**-**	**151.56**
Aggregate value of quoted investments and market value thereof			-	151.56
Aggregate value of unquoted investments			-	-
Aggregate amount of impairment in the value of investments			-	-

7. Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables		
-Unbilled*	86.65	87.12
-Billed	74.73	-
Total	**161.38**	**87.12**
Break-up for security details:		
Trade receivables considered good - Unsecured	161.38	87.12
Trade receivable which have a significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
	161.38	**87.12**
Less: Impairment Allowance	**-**	**-**
Total	**161.38**	**87.12**

No trade or other receivables are due from directors or officers of the company either severally or jointly with any other person nor any trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivables are unbilled because the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Trade receivables ageing:

As at March 31, 2026

Particulars	Outstanding for the following period from due date of payments				
	Unbilled	Less than 6 months	6 months to 1 year	1-2 years	Total
Undisputed Trade Receivables- Considered good	86.65	74.73	-	-	161.38
Total	**86.65**	**74.73**	**-**	**-**	**161.38**

As at March 31, 2025

Particulars	Outstanding for the following period from due date of payments				
	Unbilled	Less than 6 months	6 months to 1 year	1-2 years	Total
Undisputed Trade Receivables- Considered good	87.12	-	-	-	87.12
Total	**87.12**	**-**	**-**	**-**	**87.12**

8. Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with Banks		
- in current accounts	143.68	64.54
Total	**143.68**	**64.54**

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

9. Other bank balances

Particulars	As at March 31, 2026	As at March 31, 2025
Deposits with original maturity of more than three months but less than twelve months*	134.56	-
Total	**134.56**	**-**

*Includes Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract amounting to Rs 134.56 lakhs (March 31, 2026: Rs Nil).

10. Other Current Assets

Particulars	As at March 31, 2026	As at March 31, 2025
Advances to suppliers	3.22	3.34
Prepaid expenses	5.91	1.38
Others	1.86	-
Total	**10.99**	**4.72**

11. Equity Share Capital

(a) Authorized share Capital

Particulars	No. of shares	Amount
As at April 1, 2024	**2,10,00,000**	**2,100.00**
Increase during the year	-	-
As at March 31, 2025	**2,10,00,000**	**2,100.00**
Increase during the year	-	-
As at March 31, 2026	**2,10,00,000**	**2,100.00**

b) Issued, Subscribed and paid up equity share capital

Particulars	No. of shares	Amount
As at April 1, 2024	**1,88,20,000**	**1,882.00**
Changes during the year		-
As at March 31, 2025	**1,88,20,000**	**1,882.00**
Changes during the year	-	-
As at March 31, 2026	**1,88,20,000**	**1,882.00**

c) Terms/Rights attached to the equity shares

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

d) Equity shares held by ultimate holding / holding company

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Private Limited (including 6 shares held by nominee shareholders)	13,395,000	1,339.50	13,395,000	1,339.50
Equity shares of Rs 10 each				

Refer to note 13(a) for pledge of shares of the holding company

e) Details of shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited		
% Holding	71.17%	71.17%
No. of shares	13,395,000	13,395,000
ii) Excel Industries Limited		
% Holding	28.83%	28.83%
No. of shares	5,425,000	5,425,000

f) Shares held by promoters at the end of the year/ period

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited	13,395,000	71.17%	13,395,000	71.17%	0.00%

(g) Aggregate number of shares issued for consideration other than cash :

There were no buy back of shares/ Issue of shares for consideration other than cash during the period of five years immediately preceeding the reporting date.

12. Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained Earnings		
Opening Balance	15.11	(24.55)
Add: Profit/ (Loss) for the year	(20.57)	39.66
Total	**(5.46)**	**15.11**

13. Borrowing

(a) Non-current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Indian rupee loans from bank*	4,091.07	4,127.91
Less: Current maturities of long-term debts (included in current borrowings)	191.70	124.70
Total	**3,899.37**	**4,003.21**
* After considering unamortised expense of Rs. 27.64 Lakhs (March 31, 2025 of Rs. 50.94 Lakhs)		
Aggregate secured borrowings	3,899.37	4,003.21

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from Yes Bank Ltd	March 31, 2046	Repayable in 83 structured quarterly instalments from September 30, 2025	Repo rate +2.50 % p.a	4,091.07	-
Loan from Bank of India	Repaid on August 26, 2025	Repayable in 77 structured quarterly instalments from June 30, 2025	1 Year MCLR plus applicable spread	-	4,127.91

Details of Security

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery,

machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, intangible assets including goodwill and uncalled capital, intellectual property, both present and future, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the Company held by the Holding Company.

13(b): Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Current maturities of long term borrowings from bank	191.70	124.70
Unsecured loans		
From holding company	-	31.47
Total	**191.70**	**156.17**
Aggregate secured borrowings	191.70	124.70
Aggregate unsecured borrowings	-	31.47

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from holding company	September 27, 2025	Repayment in one or multiple tranches within 180 Days	8.95%	-	31.47

Net Debt Reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings	(4,091.07)	(4,159.38)
Lease Liabilities	(207.74)	(224.63)
Cash and Cash equivalent	143.68	64.54
Net Debt	**(4,155.13)**	**(4,319.47)**

Particulars	Cash and cash equivalents	Liabilities from Financing		Total
		Borrowing including accrued interest	Lease Liabilities	
Net Debt as at March 31, 2024	63.20	(881.41)	(230.51)	(1,048.72)
Cash flows	1.34	(3,296.71)	-	(3,295.37)
Disposal of leases	-	-	25.17	25.17
Interest expenses capitalised	-	(326.87)	(19.29)	(346.16)
Interest paid	-	345.61	-	345.61
Net Debt as at March 31, 2025	**64.54**	**(4,159.38)**	**(224.63)**	**(4,319.47)**
Cash flows	79.14	144.36	36.10	259.60
Interest expenses	-	(403.68)	(19.21)	(422.89)
Interest paid	-	327.63	-	327.63
Net Debt as at March 31, 2026	**143.68**	**(4,091.07)**	**(207.74)**	**(4,155.13)**

14(a) Lease liabilities (Non-Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Lease liabilities (refer note 26)	188.79	188.53
Total	**188.79**	**188.53**

14(b) Lease liabilities (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Lease liabilities (refer note 26)	18.95	36.10
Total	**18.95**	**36.10**

15. Deferred tax liabilities (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax liability		
Right of use of assets	55.37	57.48
Depreciation on property, plant and equipment	833.75	529.66
Others	7.99	13.00
	897.11	**600.14**
Deferred tax asset		
Losses available for offsetting against future taxable income	815.34	530.14
Lease liabilities	52.28	52.00
	867.62	**582.14**
Deferred tax liabilities (Net)	**29.49**	**18.00**
Deferred tax expenses	11.49	18.00
Total	**11.49**	**18.00**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follows:

Particulars	For the ended March 31, 2026	For the ended March 31, 2025
Profit/ (Loss) before tax	(9.08)	57.66
Income tax rate	25.17%	25.17%
Expected tax expense / (credit)	(2.29)	14.51
Charge on account of reduction in brought forward losses of previous year	13.78	3.49
Total tax expense / (credit)	**11.49**	**18.00**

16. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (Refer note 33)	5.29	0.59
Total outstanding dues of creditors other		
i) Related parties (Refer note 27)	7.02	-
ii) Others	23.53	7.30
Total	**35.84**	**7.89**

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and Small enterprises	5.22	-	0.07	-	-	-	5.29
(ii) Others	17.49	6.29	6.09	0.68	-	-	30.55
Total	**22.71**	**6.29**	**6.16**	**0.68**	**-**	**-**	**35.84**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and Small enterprises	0.59	-	-	-	-	-	0.59
(ii) Others	7.10	0.20	-	-	-	-	7.30
Total	**7.69**	**0.20**	**-**	**-**	**-**	**-**	**7.89**

17. Other financial liabilities (current)

Particulars	As at March 31, 2026	As at March 31, 2025
Payable for property, plant and equipments (Inclusive of payable to micro and small enterprises 12.16 lakhs; March 31, 2025 - Rs Nil)	12.16	68.86
Others	0.30	0.29
Total	**12.46**	**69.15**

18. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues payable	-	1.44
Total	**-**	**1.44**

19. Revenue from Operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from Power Supply	825.76	637.76
Total	**825.76**	**637.76**

Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	825.76	637.76
Total revenue from contracts with customers	**825.76**	**637.76**
ii) Revenue by geographical market:		
Within India	825.76	637.76
Outside India	-	-
Total revenue from contracts with customers	**825.76**	**637.76**

iii) Reconciliation between revenue recognised in Statement of profit and loss and contract price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract price	825.76	674.52
Trail run revenue reduced from property, plant and equipment	-	36.76
Total Revenue recognised	**825.76**	**637.76**

iv) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

20. Other Income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income from financial assets at amortised cost	5.28	-
Net gain on mutual fund measured at fair value through profit or loss	5.02	1.56
Liabilities written back	0.63	-
Interest on Income tax refund	0.03	0.04
Total	**10.96**	**1.60**

21. Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest and finance charges on financial liabilities measured at amortised cost		
-bank	373.96	306.79
-holding company	29.72	20.07
Interest on lease liability	19.21	19.29
Other charges	6.18	-
Less: Capitalized during the year	-	(59.53)
Total	**429.07**	**286.62**

First Energy 7 Private Limited

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

22. Depreciation and impairment expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	263.27	197.44
Depreciation of right-of-use assets	8.38	8.11
Less: Capitalized during the year	-	(2.39)
Total	**271.65**	**203.16**

23. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Rates and taxes	10.18	6.92
Operations and Maintenance	49.38	-
Repairs and Maintenance	5.44	-
Technical charges	2.42	14.34
Site expenses	16.14	14.18
Rent paid	-	1.27
Travelling and conveyance	0.04	2.58
Insurance	10.27	5.65
Legal and Professional Fees	10.57	12.92
Auditor's remuneration (Refer note below)	1.77	1.77
Communication charges	-	0.63
Electricity charges	17.20	16.27
Directors Sitting Fees	3.30	1.65
Management fees	13.24	11.08
Loss on lease disposal	-	2.30
Miscellaneous expenses	5.13	0.36
Total	**145.08**	**91.92**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current year and comparative period.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory Audit Fees (Including GST)	1.77	1.77
Total	**1.77**	**1.77**

24. Earnings/(Loss) per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net profit/(loss) attributable to the equity shareholders of the Company	(20.57)	39.66
Weighted average number of equity shares of Rs.10/- each	18,820,000	18,820,000
Basic and Diluted Earnings / (Loss) per share (in Rs.)	**(0.11)**	**0.21**

25. Contingent Liabilities and commitments

Contingent liabilities

There are no liabilities of contingent nature.

Capital Commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Rs Nil (PY Nil).

26 Leasing Arrangements

Company as lessee

The Company has taken lands on leases for a tenure of 29 years. There are no variable lease payments and residual value guarantees for these leases.

Carrying amounts of lease liabilities and the movements during the period:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
At the beginning of the year	224.63	230.51
Addition/ (deduction)	-	(25.17)
Accretion of interest	19.21	19.29
Payments made	(36.10)	-
As at end of the year	**207.74**	**224.63**
Current portion of lease liabilities	18.95	36.10
Non-current portion of lease liabilities	188.79	188.53
Total	**207.74**	**224.63**

Details of amounts recognised in statement of profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Depreciation expense of right-of-use assets	8.38	8.11
Short term lease rent paid	-	1.27
Interest expense on lease liabilities	19.21	19.29
Less: Capitalised during the period	-	(7.67)
Total amount recognised in statement of profit or loss	**27.59**	**21.00**

The total cash outflow for leases during the year Rs. 36.10 lakhs (PY Rs. Nil including initial direct cost). (excluding short term lease payment of Rs 1.27 lakhs).

Extension and termination options are included in a number of property and equipment leases. These are used to maximise operational flexibility in terms of managing the assets used in the company operations. The majority of extension and termination options held are exercisable only by the company and not by the respective lessor.

27. Related party disclosures

A Immediate holding company

First Energy Private Limited

B Ultimate holding company

RDA Holding Private Limited

C Intermediate holding company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Entities under common control with whom there have been transactrions during the year

1 First Energy 4 Private Limited

2 First Energy Nine Private Limited

Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

E Key Management Personnel:

1 Mr. Ravi Damaraju - Director

2 Mr. Mitish Somani - Director (till April 5, 2024)

3 Mr. Sandeep Mandke - Director

4 Mr. Sumit Rathi - Director (w.e.f. April 4, 2024)

5 Mr. Ashok Joshi - Independent Director (w.e.f. July 26, 2024)

6 Mr. Sanjay Parande - Independent Director (w.e.f. July 26, 2024)

7 Mr Umesh Mhaske - Chief Executive Officer (till June 12,2025)

8 Mr. Abhishek Kangokar - Chief Financial Officer (w.e.f. July 26, 2024)

9 Ms. Aditi Karambelkar - Company Secretary (w.e.f. July 26, 2024)

10 Mr. Ganesh Gopalkrishnan - Chief Executive Officer (w.e.f November 3, 2025)

F Transactions with Related parties:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
With Holding Company		
Interest on borrowings (including capitalised)	29.72	20.07
Loan taken	4,180.00	1,632.00
Loan Repaid	4,210.15	2,460.85
Reimbursement of expenses	0.33	13.32
EPC Project Management Fees	-	238.00
Management Fees	13.24	11.08
Entities under common control		
First Energy Nine Private Limited		
Reimbursement of expenses received	-	2.21
Reimbursement of expenses paid	-	0.50
First Energy 4 Private Limited		
Reimbursement of expenses paid	-	1.33
Key management personnel compensation		
Short term employee benefits (Director sitting fees)	3.30	1.65

G Outstanding balances

Particulars	As at March 31, 2025	As at March 31, 2023
Balances as at the year end		
Immediate Holding Company		
First Energy Private Limited		
Advance to supplier	-	1.86
Unsecured Loans (Including interest accrued)	-	31.47
Trade payable	7.02	-

H Terms and conditions for outstanding balances

All outstanding balances are unsecured, interest free except for borrowings, and payable in cash. For details of interest on borrowings, refer note 13. The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

28. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings	4,091.07	4,158.06
Trade payables	35.84	7.89
Other financial liabilities	12.46	70.47
Total	**4,139.37**	**4,236.42**
Current liabilities	240.00	233.21
Non current liabilities	3,899.37	4,003.21
Total	**4,139.37**	**4,236.42**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	161.38	87.12
Cash and cash equivalents	143.68	64.54
Other bank balances	134.56	-
Other financial assets	27.62	27.62
Total	**467.24**	**179.28**
Current assets	439.62	151.66
Non-current assets	27.62	27.62
Total	**467.24**	**179.28**

The carrying value of trade receivables, cash and cash equivalents, bank balances, other financial assets, trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

Security deposits held by the Company are interest bearing instrument. Hence, carrying value of such deposits are considered to be the same as their fair values.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable.

I. Break-up of financial assets carried at fair value through profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets		
Investments		
Mutual funds	-	151.56
Total financial assets (Current)	**-**	**151.56**

Fair value of market linked mutual funds is determined using Net Asset Value (NAV) report issued by mutual fund house.

II. Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2025

Particulars	Date of valuation	Level 1	Level 2	Level 3
Financial Assets				
Investments				
Mutual funds	March 31, 2025	151.56	-	-

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The Fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

29 Financial risk management

The Company's principal financial liabilities, comprise borrowings, lease liabilities, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and cash equivalents, trade receivables are derived directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The management of the company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises : interest rate risk, currency risk and price risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long term changes in fair value.

a) 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 exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows :

Particulars	As at March 31, 2026	As at March 31, 2025
Variable rate borrowings	4,091.07	4,127.91

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

	For the year ended March 31, 2026	For the year endedMarch 31, 2025
Interest rates - Increase by 25 basis points (March 31, 2025 by 25 basis points)	(9.38)	(34.39)
Interest rates - Decrease by 25 basis points (March 31, 2025 by 25 basis points)	13.83	34.39

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the current year and comparative period.

c) Price risk

The Company's investments are susceptible to market risk arising from uncertainties about future values of the investment securities. These securities are quoted. The Company manages the price risk through placing limits on individual and total equity/ mutual fund investments. Reports on the investment portfolio are submitted to the management on a regular basis. The Company is not currently exposed significantly to such risks.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is currently exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and other financial instruments.

Expected credit loss for

Balances with banks

Credit risk from balances with banks and financial institutions is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets are immaterial.

Other financial assets carried at amortised cost

Company's exposure to other financial asset includes security deposits which is considered to be low risk. No loss allowance is required to be recognised for the same.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit ratings and risk of potential default based on defined credit risk parameters. An impairment analysis is performed based on expected credit loss model at each reporting date. The calculation is based on losses as per historical data and forward looking information. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in notes above. There is no charge of impairment to Statement of Profit and Loss in the current and previous year.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

As at March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	191.70	350.09	388.06	3,188.86	4,118.71
Trade payables	35.84	-	-	-	35.84
Lease liabilities	18.95	37.90	38.85	522.20	617.90
Other financial liabilities	12.46	-	-	-	12.46

As at March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	156.17	263.46	363.57	3,427.12	4,210.32
Trade Payables	7.89	-	-	-	7.89
Lease liabilities	36.10	37.90	38.85	522.20	635.05
Other financial liabilities	69.15	-	-	-	69.15

30. Analytical ratios

S. No.	Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current assets	Current liabilities	1.74	1.14	53%	Refer note (ii)
2	Debt-Equity Ratio	Total debt	Shareholders' equity	2.18	2.19	-0.45%	Not applicable
3	Debt Service Coverage Ratio	Earnings available for debt service (Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt Service (Interest & Lease Payments + Principal Repayments)	0.14	0.21	-31%	Refer note (i)
4	Return on Equity	Net Profits after taxes	Shareholder's equity	-1.10%	2.09%	-152.43%	Refer note (i)
5	Return on investment	Investment Income	Average investment	4.99%	2.06%	142%	Increase in investment in mutual funds resulted in more yield during the year
6	Return on Capital Employed	Earning before interest and taxes	Capital employed	7.04%	5.67%	24%	Not Applicable
7	Net Profit Ratio	Net Profits after taxes	Revenue	-2.49%	6.22%	-140%	Refer note (i)
8	Trade Receivables turnover Ratio	Total sales	Average Trade receivable	6.65	7.32	-9%	Not Applicable
9	Trade payables turnover Ratio	Net Credit Purchases	Average trade payables	6.64	5.93	12%	Not Applicable
10	Net capital turnover Ratio	Total Sales	Working Capital	4.31	17.15	-75%	Refer note (ii)

Working Capital = Current assets less Current liabilities
Capital employed = Tangible Net worth plus total debt
*Average = ((opening + closing)/2)
Note:

(i) The decrease in the net profit ratio, return on capital employed, return on equity, and debt service coverage ratio is attributable to the overall increase in expenses following the capitalisation of the project in the previous year, along with the charge of unamortised initial borrowing costs arising from refinancing.

(ii) Cash profit during the year resulted in increase in deposits with bank and receivable balances impacting net capital turnover ratio and increase in current ratio.

31. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings including accrued interest	4,091.07	4,159.40
Lease liabilities	207.74	224.63
Less: Cash and cash equivalents	278.24	64.54
Net debt	**4,020.57**	**4,319.49**
Equity	**1,876.54**	**1,897.11**
Net Debt to Equity	**2.14**	**2.28**

There is no major change in debt to equity ratio during the year.

Loan Covenants

The borrower shall during the entire tenor of the Facility, ensure that Debt Service Coverage Ratio does not fall below 1.10:1

There is no breach of loan covenants during the year.

32. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment. 100% of the revenue of the Company is from single customer.

33. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year.		
- Principal amount (whether due or not) to micro and small enterprises	17.45	0.59
- Interest due thereon	0.03	-
The amount of interest paid by the Company 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	-	-
The amount of payment made to the supplier beyond the appointed day during the year	45.48	66.69
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	0.48	0.23
The amount of interest accrued and remaining unpaid at the end of each accounting year	0.51	0.23
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.	0.76	0.25

34. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current year and comparative period.

(iv) There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current year and comparative period.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

a. 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

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

35. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

36. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail to the extent maintained in the prior year has been preserved by the Company as per the statutory requirements of record retention.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No.: 012754N/N500016

Disha Maheshwari
Partner
Membership No.: 110159

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of
First Energy 7 Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN: 09675574

Ganesh Gopalakrishnan
Chief Executive Officer

Abhishek Kangokar
Chief Financial Officer

Aditi Karambelkar
Company Secretary

Place: Pune
Date: April 24, 2026

First Energy 8 Private Limited

Board of Directors
Sumit Rathi
Ravi Damaraju
Sandeep Mandke
Sanjay Parande (w.e.f. October 31, 2025)
Ashok Joshi (w.e.f. October 31, 2025)

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
V. Venkatasubramanian - CEO
Nitin Patil - CFO
Rohit Javiya - CS

Bankers
Yes Bank Limited
Central Bank of India

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure in presenting the Third Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	0.05	-
Profit before finance cost, depreciation, and tax	(4,928.34)	(19.60)
Finance Cost	-	-
Profit (Loss) before depreciation and tax	(4,928.34)	(19.60)
Depreciation and impairment	-	-
Profit/(Loss) before tax	(4,928.34)	(19.60)
Profit/(Loss) after tax	(4,928.34)	(19.60)

State of Company's Affairs

The Company had launched a Renewable Energy project of 58.9 MW capacity with wind technology. The plant is under advance stage of construction.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affects the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves.

During the year, the Company has not transferred any amount to the General Reserve.

Share Capital

During the year there were changes in the capital structure. The paid up share capital of the Company is Rs. 77,57,05,880/- divided into 7,75,70,588 Equity Shares of Rs. 10/-. During the year under review, the Company has made further issue of shares on a rights basis. Details of the further issue of shares are as follows:

Date of Issue	Number of Shares	Nominal value per share (Rs.)	Amount paid up (Rs.)
02/05/2025	2,10,588	10	21,05,880

The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors, or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Renewable Energy business and has drawn a mitigation plan to address the same –

- **Land Risk :** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources :** This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also collaborates with competent local infra partners and engages with experienced and capable service partners.
- **Renewable Sources and Grid Availability :** The risk identified by the Company is lower generation on account of lower radiation, wind speed, Grid curtailments and failures. The Company continuously studies the radiation levels and Wind Resources Assessment with historical data from reliable sources and accordingly sizes the plant and the financial models for arriving at the right tariff for the available conditions. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- **Plant Uptime and Soiling Losses :** This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using waterless robotic technology for cleaning modules and therefore manpower dependency is reduced. The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.
- **Regulatory changes :** Due to continuous change in regulatory

frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety .

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication: HSE Moment/Lessons Learnt – Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors, and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training: HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors
- HSE Digitalization: HSE digital software implemented for hazard reporting, at risk behavior reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sumit Rathi (DIN: 07727272) retires by rotation and being eligible offers, himself for re-appointment. The proposal for re-appointment forms part of the Notice of the Third AGM of the Company.

During the year, the following change took place in the Directors and Key Managerial Personnel(s) of the Company.

- Mr. Ashok Joshi (DIN: 02296952) and Mr. Sanjay Parande (DIN: 07161299) were appointed as Independent directors of the Company with effect of October 31, 2025.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance and of its individual Directors.

Policy on appointment and remuneration of directors and key managerial personnel

The Board has adopted a policy on selection and appointment of Directors and remuneration of Directors, KMPs and employees. The Directors do not receive any remuneration except independent directors who are entitled to sitting fees as approved by the Board for each Board/Committee meeting attended. A detailed policy is annexed herewith as Annexure 1 and forms part of this report.

Declaration by Independent Directors

The Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have also confirmed that their names have been added in the data bank maintained by the Indian Institute of Corporate Affairs for independent directors, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, every individual whose name is so included in the data bank shall pass an online proficiency self-assessment test. However, an individual who has fulfilled the criteria prescribed in Rule 6(4) of the said Rules, is exempted from passing the online proficiency self-assessment test. In view of the same, Mr. Sanjay Parande, having met the aforesaid criteria, was exempted from the proficiency self-assessment test and Mr. Ashok Joshi has passed the proficiency self-assessment test.

The Board is of the opinion that the Directors of the Company are eminent persons with integrity and have the necessary expertise and experience to continue to discharge their responsibilities as Directors of the Company.

Board Meetings

During the year the Board met four times on April 30, 2025, July 21, 2025, October 31, 2025 and January 23, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Independent directors meeting

During the year under review, the independent directors met once on January 21, 2026 where all independent directors were present inter alia to review the performance of the Board and non-independent directors of the Company.

Committees of the Board

The Board has constituted the following committees viz. Audit Committee and Nomination and Remuneration Committee.

Audit Committee

The Audit Committee of the Board of Directors was constituted on October 31, 2025. The committee comprises of all directors being non-executive directors viz Mr. Sanjay Parande as the Chairman and Mr. Ashok Joshi & Mr. Sumit Rathi as members of the committee. The committee met once during the year on January 23, 2026. Further, all the recommendations made by the audit committee were accepted by the Board.

Nomination & Remuneration Committee

The Nomination & Remuneration Committee of the Board of Directors was constituted on October 31, 2025. The committee comprises of all directors being non-executive directors viz Mr. Ashok Joshi as the Chairman and Mr. Sanjay Parande & Mr. Ravi Damaraju as members of the committee. The committee met once on January 23, 2026.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Audit Committee for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 2 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Wind and associated Renewable energy generation sources for commercial & industrial customers.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the company, will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of one-time settlement with any Bank or Financial Institution.

Vigil mechanism

The Company has adopted the Whistle Blower Policy of Thermax Limited, its Ultimate Holding Company, which enables directors and employees to report genuine concerns in an ethical and transparent manner.

Auditors

Statutory Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five year from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Secretarial Auditors

In accordance with the provisions of Section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ladda Bhutada & Associates, Company Secretaries, Pune, to undertake the secretarial audit of the Company for FY 2025-26. The Secretarial Audit Report for FY 2025-26 is attached as Annexure 3 to this Report.

Internal Auditors

The Board has appointed Mr. Tushar Dahale, Chartered Accountant as the Internal Auditor of the Company.

Changes in the Regulatory Provisions and its impact on the business

During the year, the below changes were made to the Regulatory Provisions:

- The Ministry of Power notified an amendment to the Electricity Rules 2005 to clarify that the minimum 26% equity and minimum 51% consumption is to be maintained by SPVs as well, in addition to AoPs. Further, consumption by Holding Company or its subsidiaries in addition to the subsidiary of the SPV, shall qualify as captive consumption. The prevailing requirement of consumption proportional to the equity shareholding has been modified and the consumption is now required to be maximum equal to the equity shareholding. Any energy wheeled more than the equity share will be treated as non-captive and shall attract Cross Subsidy Surcharge and Additional Surcharge. As we have been following the 26-74% from the beginning and allocation of power is done by the SPV, this change has no impact on the captive compliance.

- Further, Tamil Nadu Electricity Regulatory Commission (TNERC) announced Industrial grid tariffs for FY 2025-26, wherein energy charges increased from Rs. 7.25/unit to Rs. 7.50/unit. Banking approved in 15 minute time slots, which was further challenged in Madras high court. Also introduced Time of Day charges (25% surcharge during peak hours) and night rebate (5% on energy charges). Captive savings continue to remain attractive for consumers.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
First Energy 8 Private Limited

Ravi Damaraju	**Sumit Rathi**
Director	Director
DIN: 09554649	DIN: 07727272

Pune, April 29, 2026

First Energy 8 Private Limited

Annexure 1

Policy on Selection and Appointment of Directors and Remuneration of Directors, KMPs and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Non-Executive Directors (NEDs), based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict-of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration :

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD, WTD & CEO:

i. At the time of appointment or re-appointment, the Managing Director (MD), Whole Time Director (WTD) and Chief Executive Officer (CEO) shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the MD, WTD and CEO within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD, WTD and CEO is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure/consider the following:

a. the relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD, WTD and CEO, the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component.

(ii) The division is based on the fixed salary and performance bonuses.

(iii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

Based on the Annual Business Plan prepared, Individual Contribution Plan (ICP) is prepared by the Senior Management which is agreed upon. It broadly contains certain targets for strategic objectives, operational excellence-oriented initiatives, and business deliverables. The actual performance of individual repartee will be discussed by the MD and CEO at the year's end. Based on the appraisal and overall performance of the Company and after considering the market trends, suitable increments/ variable pay shall be decided by the MD and CEO.

The MD & CEO will present a snapshot of the evaluation carried out to assess the performance of the Whole-time Director, while recommending the annual increment of the NRC, for its review and approval.

Annexure 2

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. Attention of members is drawn to the disclosure of transactions with such related parties as set out in Note No. 23 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 8 Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN: 07727272

April 29, 2026

First Energy 8 Private Limited

Annexure 3

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

For the Financial Year Ended March 31, 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,

FIRST ENERGY 8 PRIVATE LIMITED

Regd. Office Address: 7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune, 411014, Maharsahtra, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. First Energy 8 Private Limited** bearing **CIN: U35105PN2023PTC223047** (hereinafter called **'the Company'**). The Secretarial Audit was conducted in a manner that provided a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Report on Secretarial Records and Compliances made thereunder

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

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

i. The Companies Act, 2013 (the Act) and the rules made there under;

ii. The Securities Contracts (Regulation) Act, 1956, (SCRA) and the rules made thereunder; Not applicable;

iii. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, and the Regulations and Bye-laws framed thereunder; Not applicable;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings; Not applicable;

v. The Company is not listed on any Stock Exchange in India hence the Acts, Regulations, Guidelines etc., related to SEBI were not applicable to the Company:

vi. As per the management representation, no other laws were applicable except mentioned below specifically to the Company during the audit period:

(a) The Indian Contract Act, 1872

(b) The Income Tax, 1961

(c) The Goods and Service Tax Act, 2017

(d) The Electricity Act, 2003

(e) The Indian Stamp Act, 1899 and The Maharashtra Stamp Act, 1958

(f) The Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2017 and The Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Rules, 2018.

(g) The Factories Act, 1948 and other allied State wise Factories Rules wherever the sites are located.

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

(i) Secretarial Standards as issued and notified by The Institute of Company Secretaries of India relating to Board Meetings, Committee Meetings and General Meetings: During the Year ended 31st March, 2026, the Company has complied with the applicable clauses of Secretarial Standard (SS-1 and SS-2) issued by the Institute of Company Secretaries of India and it was noted that the Company has complied with the same to the extent possible.

(ii) The Listing agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited and Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015; Not applicable

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company has been duly constituted with proper balance of Non-Executive and Independent Directors, the changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act:

   1.1. Mr. Sandeep Suresh Mandke (DIN: 09619581) who was eligible to retire by rotation has been re- appointed as a director of the company in the second (2nd) Annual General Meeting held on July 17, 2025.

   1.2. Mr. Sanjay Dinkar Parande (DIN: 07161299) was appointed as Additional and Independent Director of the Company w.e.f. October 31, 2025.

   1.3. Mr. Ashok Keshav Joshi (DIN: 02296952) was appointed as Additional and Independent Director of the Company w.e.f. October 31, 2025.

2. Adequate notice(s) have been given to all directors to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance and compliance as required under the Act has been made by the Company and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

   2.1 An Extraordinary General Meeting (EGM) of the Company was held on August 29, 2025 at a shorter notice for alteration of Articles of Association. The consent for convening the said EGM at shorter notice was obtained from the shareholders holding more than 95% of the paid-up share capital of the Company entitled to vote there at, as required under Section 101(1) of the Companies Act, 2013. Accordingly, the requirement of provisions of section 101 has been complied with.

3. All the decisions in the board meetings were carried through by majority while there were no dissenting member's views and hence not captured and recorded as part of the minutes.

   We further report that there are adequate systems and process in the Company commensurate with the size and operations of the Company to monitor and ensure compliances with the applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company has following events /actions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards & guidelines, if any, as may be referred to above:

i. Pursuant to transfer of shares at end of March 2025 in dematerialized form from two nominees to another nominees, the Company has filed prescribed e-form for the change of nominee under section 89 with the Registrar.

ii. In line with the provisions of section 204 of the Companies Act, 2013, the Company has appointed M/s. Ladda Bhutada & Associates, Company Secretaries Firm as Secretarial Auditor for FY 2025-26 in the board meeting held on April 30, 2025.

iii. The Company has increased its paid-up share capital from ₹ 77,36,00,000/- (Rupees Seventy-Seven Crore Thirty-Six Lakhs only) to ₹ 77,57,05,880/- (Rupees Seventy-Seven Crore Fifty-Seven Lakhs Five Thousand and Eight Hundred Eighty only), with an addition of ₹ 21,05,880/- (Rupees Twenty-One Lakh Five Thousand Eight Hundred and Eighty only) on June 03, 2025 through resolution passed by circulation by way of allotment on rights basis.

iv. During the period under review, the Board of Directors noted the transfer of 2,11,00,000 (Two Crore Eleven Lakhs) equity shares of the Company from First Energy Private Limited to MRF Limited, effected on June 21, 2025 in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder.

v. The Internal Auditor – Mr. Satish Jayaram, Chartered Accountant, of the Company has tendered his resignation w.e.f. July 22, 2025. Further, in line with the provisions of section 138 of the Companies Act, 2013, the Company has appointed Mr. Tushar Dahale, Chartered Accountant as Internal Auditor w.e.f. July 21, 2025.

vi. In compliance with the provisions of Section 77 of the Companies Act, 2013, read with the Companies (Registration of Charges) Rules, 2014, the Company has duly registered the charge created in favor of the lender - Catalyst Trusteeship Limited in connection with the financial assistance of 4,25,00,00,000/- (Rupees Four Hundred Twenty-Five Crores Only) availed by the Company, by filing Form CHG-1 in the month of September 2025 with the Registrar of Companies.

vii. The Board has constituted the Audit Committee and Nomination and Remuneration Committee on October 31, 2025 and both the Committees have met one (1) time during the year.

viii. The Company has adopted the Whistle Blower Policy/ Vigil Mechanism of ultimate holding company "Thermax Limited", in the Board Meeting held on October 31, 2025.

ix. The Company shifted its registered office address from 6th Floor, Office No. 601, F.C. Road Shivajinagar, Pune – 411005, Maharashtra, India, to 7th Floor, Fountainhead Tower 1, Viman Nagar, Pune – 411014, Maharashtra, India within the local limits of the city w.e.f. January 23, 2026.

For Ladda Bhutada & Associates,
Company Secretaries,
ICSI Unique Code: P2009MH019500
Peer Review Cert. No.: 3288/2023

CS Pramodkumar R. Ladda
Partner
FCS: 7326; COP No.: 8006
ICSI UDIN: F007326H000237644

Date: April 29, 2026
Place: Pune, Bharat

Note: This report is to be read with Annexure A, which forms an integral part of this report.

First Energy 8 Private Limited

Annexure - 'A'

To the Secretarial Audit Report

For the financial year ended 31st March, 2025

To,
The Members,
FIRST ENERGY 8 PRIVATE LIMITED
Regd. Office Address: 7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune, Maharashtra, India, 411014

Our Secretarial Audit report for the financial year ending 31st March, 2026, of even date is to be read along with this letter.

A. Management's Responsibility

It is the responsibility of the management of the company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

B. Auditor's Responsibility

1. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to Secretarial Compliances.

2. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

3. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

4. We have followed the audit practice 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.

C. Disclaimer

1. 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.

2. The Secretarial Audit report is neither an assurance as to the future liability of the Company nor of the efficiency of effectiveness with which the management has conducted the affairs of the Company.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

For Ladda Bhutada & Associates,
Company Secretaries,
ICSI Unique Code: P2009MH019500
Peer Review Cert. No.: 3288/2023

CS Pramodkumar R. Ladda
Partner
FCS: 7326; COP No.: 8006
ICSI UDIN: F007326H000237644

Date: April 29, 2026
Place: Pune, Bharat

INDEPENDENT AUDITOR'S REPORT

To the Members of First Energy 8 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy 8 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

First Energy 8 Private Limited

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 30(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 30(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has paid for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654FAORZU4975
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy 8 Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy 8 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654FAORZU4975
Place: Pune
Date: May 04, 2026

First Energy 8 Private Limited

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy 8 Private Limited on the financial statements as of and for the year ended March 31, 2026

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 3(a) to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in three mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income taxes, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including goods and services tax and other statutory dues, as applicable, with the appropriate authorities. However, there are no arrears of statutory dues outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion, the term loans have been applied for the purposes for which they were obtained.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that the Company has utilised funds raised on short-term basis aggregating Rs. 999.13 Lakhs for long-term purposes.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Further, no such report has been filed by any other auditor appointed by the Company under the Act. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records

of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has incurred cash losses of Rs. 3,370.98 lakhs in the financial year and of Rs. 19.63 lakhs in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654FAORZU4975
Place: Pune
Date: May 04, 2026

First Energy 8 Private Limited

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	306.09	167.09
Capital work-in-progress	3(a)	52,491.44	26,919.88
Right-of-use assets	3(b)	390.36	-
Deferred tax assets (net)	4	-	-
Income tax assets (net)	5	-	1.09
Other non-current assets	6(a)	2.89	14,257.65
Total Non-current assets		**53,190.78**	**41,345.71**
Current assets			
Financial assets			
(a) Investments	7	-	130.25
(b) Cash and cash equivalents	8	1,236.03	5.87
(c) Other financial assets	9	1.56	2.60
Other current assets	6(b)	8.53	2,501.57
Total current assets		**1,246.12**	**2,640.29**
Total Assets		**54,436.90**	**43,986.00**
Equity and Liabilities			
Equity			
Equity share capital	10	7,757.06	7,736.00
Other equity	11	(5,096.28)	(167.94)
Total equity		**2,660.78**	**7,568.06**
Non-current liabilities			
Financial liabilities			
(a) Borrowings	12(a)	34,482.55	-
Total Non- current liabilities		**34,482.55**	**-**
Liabilities			
Current liabilities			
Financial liabilities			
(a) Borrowings	12(b)	15,048.32	34,727.24
(b) Trade payables	13		
i) total outstanding dues of micro and small enterprises		0.73	0.63
ii) total outstanding dues of creditors other than micro and small enterprises		2.95	2.52
(c) Other financial liabilities	14	910.09	1,622.36
Provisions	14(a)	1,331.48	-
Other current liabilities	15	-	65.19
Total current liabilities		**17,293.57**	**36,417.94**
Total equity and liabilities		**54,436.90**	**43,986.00**

Summary of material accounting policies 2

The above balance sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Other Income	16	0.05	-
Total Income		**0.05**	**-**
Expenses			
Finance costs	17	-	-
Depreciation and amortisation expenses	18	-	-
Other expenses	19	1,355.63	19.63
Total Expenses		**1,355.63**	**19.63**
Loss before exceptional items and tax		(1,355.58)	(19.63)
Exceptional items	22	(3,572.76)	-
Loss before tax		**(4,928.34)**	**(19.63)**
Tax expense			
Current tax	4	-	-
Deferred Tax	4	-	-
Loss for the year		**(4,928.34)**	**(19.63)**
Total comprehensive income for the year		**(4,928.34)**	**(19.63)**
Loss per equity share			
Basic & Diluted [nominal value per share Rs. 10/-]	20	(6.36)	(0.03)

Summary of material accounting policies 2

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Statement of Profit and Loss referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of First Energy 8 Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Nitin Patil
Chief Financial Officer

Venkatasubramanian
Chief Executive Officer

Rohit Javiya
Company Secretary

Place : Pune
Date: April 29, 2026

Statement of cash flows for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A)	**Cash flows from operating activities**		
	Loss before tax	(4,928.34)	(19.63)
	Adjustment for		
	Impairment of property, plant and equipment	1,557.35	-
	Provision for other non-current assets	2,015.40	-
	Working capital adjustments		
	(Increase)/ decrease in other financial assets	1.04	(2.50)
	(Increase) in other assets	(8.55)	(2,488.97)
	Increase/(decrease) in trade payables	0.53	(9.75)
	(Decrease) in other financial liabilities	-	(7.27)
	Increase/(decrease) in other liabilities	(65.19)	64.56
	Increase/(decrease) in provisions	1,331.48	-
	Cash used in operations	**(96.26)**	**(2,463.56)**
	Income taxes (paid)/ refund received	1.09	(0.49)
	Net cash used in operating activities	**(95.17)**	**(2,464.05)**
B)	**Cash flows from investing activities**		
	Payment for property, plant and equipment	(9,730.66)	(32,271.02)
	Investment in mutual funds	(699.97)	(459.98)
	Proceeds from sale of mutual funds	830.60	333.01
	Interest received	0.36	8.83
	Net cash used in investing activities	**(9,599.66)**	**(32,389.16)**
C)	**Cash flows from financing activities**		
	Proceeds from borrowings	58,529.05	38,063.68
	Repayment of borrowing (excluding supplier finanace arrangement)	(34,403.52)	(3,371.08)
	Repayment under supplier finanace arrangement	(9,957.44)	-
	Proceeds from issue of equity shares	21.06	1,200.00
	Cost related to issue of own equity instruments	-	(126.69)
	Interest paid (Including borrowing cost capitalised in property, plant and equipment)	(2,864.52)	(1,541.67)
	Principal element of lease payments	(399.64)	-
	Net cash flows from financing activities	**10,924.99**	**34,224.24**
	Net increase/ (decrease) in cash and cash equivalents	**1,230.16**	**(1,078.97)**
	Cash and cash equivalents at the beginning of the year	5.87	1,084.84
	Cash and cash equivalents at the end of the year	**1,236.03**	**5.87**

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

	March 31, 2026	March 31, 2025
Cash and cash equivalents (refer note 8)	1,236.03	5.87
Balances as per statement of cash flows	**1,236.03**	**5.87**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer note 12 for net debt reconciliation.

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

This is the Statement of Cash Flows referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy 8 Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Nitin Patil
Chief Financial Officer

Venkatasubramanian
Chief Executive Officer

Rohit Javiya
Company Secretary

Place : Pune
Date: April 29, 2026

First Energy 8 Private Limited

Statement of changes in equity for the year ended March 31, 2026
(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

A. Equity Share Capital

Particulars	Amount
As at March 31, 2024	**6,536.00**
Issued during the year	1,200.00
As at March 31, 2025	**7,736.00**
Issued during the year	21.06
As at March 31, 2026	**7,757.06**

B Other Equity

Particulars	Retained Earnings	Total
As at March 31, 2024	(148.31)	(148.31)
Loss for the year	(19.63)	(19.63)
Total comprehensive income for the year	(19.63)	(19.63)
As at March 31, 2025	**(167.94)**	**(167.94)**
Loss for the year	(4,928.34)	(4,928.34)
Total comprehensive income for the year	**(4,928.34)**	**(4,928.34)**
As at March 31, 2026	**(5,096.28)**	**(5,096.28)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

This is the Statement of Changes in Equity referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

Place: Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 8 Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Nitin Patil
Chief Financial Officer

Venkatasubramanian
Chief Executive Officer

Rohit Javiya
Company Secretary

Place : Pune
Date: April 29, 2026

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy 8 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on August 10, 2023 under the provisions of Indian Companies Act, 2013 is a subsidiary of First Energy Private Limited. The Company is primarily engaged in business of producing wind power.

The address of the Company's registered office is 7th Floor, fountainhead Tower 1, Viman Nagar, Pune - 411014 India. The Board of Directors have authorized to issue these financial statements on April 29, 2026. The CIN of the Company is U35105PN2023PTC223047.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1. Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value (refer accounting policy regarding financial instruments);

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Borrowing costs

Where the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs eligible for capitalization are determined as the actual borrowing costs incurred on such specific borrowings during the period, less any investment income earned on the temporary investment of those borrowed funds pending their utilization on the qualifying asset; accordingly, the net borrowing costs, after deduction of such temporary investment income, are capitalized as part of the cost of the qualifying asset in accordance with IAS 23 – Borrowing Costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

b. Deferred Tax

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

c. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of profit and loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

d. Property, plant and equipment (PPE) including capital work-in-progress (CWIP)

All items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	25	10 to 15
Building	30	3 to 30

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

e. Exceptional Items

Exceptional items refer to items of income or expense, including tax items, within the statement of profit and loss from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Company.

2.3. Summary of other accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied to the consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

Variable consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

b. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss. There are currently no debt securities which are carried at FVTPL.

iv. Equity investments

All equity investments in scope of Ind AS 109 - "Financial Instruments", are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. Currently, for all equity instruments, subsequent changes in the fair value is recognized in Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

c. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

d. Leases

Company as a lessee

The Company lease asset classes primarily consist of leasehold lands. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate standalone price of the non-lease components.

f. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided

e. Income recognition

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the statement of profit and loss.

f. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

g. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the

liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

g. Impairment of financial assets

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

h. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. Management has estimated the liquidated damages based on the estimated losses equivalent to the losses accruing to the Captive User.

i. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

j. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

k. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.5. Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the accompanying disclosures including contingent liabilities as at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are also described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Judgments and assumptions

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements:

Borrowing costs

The determination of whether an asset qualifies as a qualifying asset for the purpose of capitalization of borrowing costs involves significant management judgement, including assessment of factors such as the period of time necessary to get the asset ready for its intended use or sale, the nature of activities required during the construction or development phase, and prevailing industry practices; in the Company's case, the construction of projects typically involves a period ranging from 6 months to 10 months, and management evaluates each project individually to determine eligibility for borrowing cost capitalization based on these criteria.

Impairment of non-financial assets

The Company periodically assesses if there are any indicators of impairment in respect of Property, plant and equipment. In making this assessment, the Company identifies the cash generating unit (CGU) to which the asset belongs and considers both internal and external sources of information to determine whether there is an indicator for impairment at CGU level. If such indication exists, Management estimates the recoverable amount of that CGU. The recoverable amount of relevant CGU is determined based on the higher of value in use and fair value less cost of disposal. An impairment loss is recognised if the recoverable amount is lower than the carrying value. The value in use of these investments is determined using discounted cash flow model (DCF model) requiring various assumptions and judgements. These include future cashflows and growth rate assumptions, discount rate, margins and other economic and entity specific factors which are incorporated in the DCF model. The estimated cash flows are developed using internal forecasts.

Provision for non-financial assets

Advances, including capital advances given to vendors/contractors for acquisition or construction of property, plant and equipment, are reviewed at each reporting date to assess whether there is any indication that the amounts may not be recoverable. Where, based on management's evaluation of the underlying facts and circumstances, recovery of such advances is considered doubtful or no longer probable, an appropriate provision is recognized in the Statement of Profit and Loss.

Deferred taxes

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

2.6 Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

Note 3 : Property, Plant and Equipment and capital work-in-progress

Particulars	Land Freehold	Buildings*	Total	Capital work-in-progress
Gross carrying amount:				
As at March 31, 2024	**-**	**-**	**-**	325.25
Additions	160.06	7.38	167.44	26,594.63
Deductions	-	-	-	-
As at March 31, 2025	**160.06**	**7.38**	**167.44**	**26,919.88**
Additions	135.57	7.90	143.47	27,128.91
Deductions	-	-	-	-
As at March 31, 2026	**295.63**	**15.28**	**310.91**	**54,048.79**
Accumulated depreciation and impairment				
As at March 31, 2024	**-**	**-**	**-**	**-**
Depreciation for the year	-	0.35	0.35	-
Deductions	-	-	-	-
As at March 31, 2025	**-**	**0.35**	**0.35**	**-**
Depreciation for the year	-	4.47	4.47	-
Impairment loss for the year (Refer note below)	-	-	-	1,557.35
Deductions	-	-	-	-
As at March 31, 2026	**-**	**4.82**	**4.82**	**1,557.35**
Net carrying amount:				
As at March 31, 2025	**160.06**	**7.03**	**167.09**	**26,919.88**
As at March 31, 2026	**295.63**	**10.46**	**306.09**	**52,491.44**

*Temporary structure

i) See note 12 for information on property, plant and equipment pledged as security by the Company.

ii) Refer note 21 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

iii) Capital work-in-progress comprises cost of renewable energy plant under construction.

Ageing of capital work-in-progress

Particulars	As at March 31, 2026				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress					
58.8 MW Wind Project	27,128.91	26,594.63	325.25	-	54,048.79
Total	**27,128.91**	**26,594.63**	**325.25**	**-**	**54,048.79**

The project is overdue and has exceeded its budgeted cost. It is expected to be completed in the financial year ending March 31, 2027.

Particulars	As at March 31, 2025				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress					
58.8 MW Wind Project	26,594.63	325.25	-	-	26,919.88
Total	**26,594.63**	**325.25**	**-**	**-**	**26,919.88**

The project, initially scheduled for completion in April 2024, is now overdue and is expected to be finalised by October 2025.

Capitalization of expenses

During the year, the Company has capitalized the following expenses of revenue nature to the cost of Capital work-in-progress. Consequently, expenses disclosed under the respective notes are net of amounts capitalized by the Company.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expenses	3,500.06	1,576.31
Depreciation and amortisation expense	13.75	0.35
Total	**3,513.81**	**1,576.66**

Impairment of capital-work-in progress:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Impairment expenses	1,557.35	-
Total	**1,557.35**	**-**

Key assumptions used for impairment of property, plant and equipment

The Company has assessed impairment indicators for its defined Cash Generating Unit (CGU) – "Wind Power Plant." Based on the Company's evaluation, impairment triggers were identified due to cost overruns.

Consequently, the Company performed an impairment assessment wherein the recoverable amount was determined using the Value-in-Use (VIU) method. This approach involves the use of key assumptions and is based on cash flow projections derived from management-approved financial budgets, covering the estimated economic life of the assets.

The following table sets out the key assumptions for calculation of value in use:

Particulars	Assumptions considered	Approach used to determine Value
Weighted Average cost of capital	7.80%	Reflect specific risks relating to the relevant business in which the Company operates.
EBIDTA	52% to 95%	Based on management's experience in similar SPVs within the First Energy group and expectations from future considering revenue generation and cost estimated.
Inflation considered in cost	2.50% to 3%	Management forecasts these costs based on the current structure of the business, adjusting for inflationary increases but not reflecting any future restructurings or cost saving measures.

3(b) Right- of- use assets

Particulars	Leasehold Land	Total
Gross Block		
As at March 31, 2025	**-**	**-**
Additions*	399.64	399.64
Deductions	-	-
As at March 31, 2026	**399.64**	**399.64**
Accumulated Amortization		
As at March 31, 2025	**-**	**-**
Charge for the year	9.28	9.28
Deductions	-	-
As at March 31, 2026	**9.28**	**9.28**
Net Block		
As at March 31, 2025	**-**	**-**
As at March 31, 2026	**390.36**	**390.36**

*Includes initial direct costs incurred by the lessee amounting to 6.31 lakhs.

Leasing Arrangement

The Company has taken lands on lease which has been accounted in accordance with Ind AS 116 - Leases under right of use assets. Refer following note for further disclosure on leases.

Company as lessee

The Company has taken land on leases for a tenure of upto 30 years. There are no variable lease payments and residual value guarantees for these leases.

Carrying amounts of lease liabilities and the movements during the year

Particulars	As at March 31, 2026
At the beginning of the year	-
Additions	393.33
Accretion of interest	-
Payments made	(393.33)
As at end of the year	**-**

Details of amounts recognised in statement of profit and loss

Particulars	For the year ended March 31, 2026
Depreciation expense of right-of-use assets	9.28
Short term lease rent	0.04
Less: Capitalised during the year	(9.28)
Total amount recognised in statement of profit or loss	**0.04**

The total cash outflow for leases during the year Rs 399.64 Lakhs (excluding short term lease payment of Rs 0.04 lakhs).

Extension and termination options are included in the lease. It is used to maximise operational flexibility in terms of managing the assets used in the company's operations. Extension options held are exercisable by the Company with prior consent with the lessor. It is used to maximise operational flexibility in terms of managing the assets used in the operations.

4. Deferred tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax asset		
Losses available for offsetting against future taxable income	33.95	-
Provision for Liquidated damages	-	-
Provision for doubtful adavances	-	-
Provision for impairment on capital work-in-progress	-	-
Total	**33.95**	**-**
Less: Deferred Tax Liability		
Intial borrowing cost	33.95	-
Total	**33.95**	**-**
Net Deferred Tax Assets	**-**	**-**

The company has tax losses on account of brought forward losses Rs. 54.04 lakhs (March 31, 2025 Rs. 33.22 lakh) that were available for offsetting for future taxable profits on which deferred tax assets has not been recognised. Also, deferred tax assets have not been recognised in respect of provision for liquidated damages - Rs 1,331.48 lakhs, provision for doubtful advances - Rs. 2,015.40 lakhs, provision for impairment on capital work-in-progress Rs. 1,557.35 lakhs as they may not be used to offset taxable profit elsewhere in the company and there are no other tax planning opportunities or other evidences of recoverability in the near future. If the company was able to recognise all unrecognised deferred tax assets, the retained profit for the year would increase by Rs 1,247.85 lakhs (March 31, 2025 Rs 8.36 lakhs).

	Expiry date	As at March 31, 2026		As at March 31, 2025	
		Amount	Tax impact	Amount	Tax impact
Tax losses	FY 2031-32	21.62	5.44	21.62	5.44
Tax losses	FY 2032-33	11.60	2.92	11.60	2.92
Tax losses	FY 2033-34	20.82	5.24		
Provision for Liquidated damages	Not applicable	1,331.48	335.09	-	-
Provision for doubtful adavances	Not applicable	2,015.40	507.22	-	-
Provision for impairment on capital work-in-progress	Not applicable	1,557.35	391.94	-	-
Total		**4,958.27**	**1,247.85**	**33.22**	**8.36**

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Loss before tax	**(4,928.34)**	**(19.63)**
Income tax rate	25.17%	25.17%
Expected tax expense / (credit)	(1,240.36)	(4.94)
Losses and expenses on which deferred tax asset is not recognised	1,239.49	4.94
Others	0.87	-
Total tax expense / (credit)	**-**	**-**

5. Income tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	1.09	0.60
Less: Refund received during the year	(1.09)	0.49
Total	**-**	**1.09**

6(a) Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	2,018.30	14,257.65
Less- Provision for doubtful advances (Refer note 22)	(2,015.40)	-
Total	**2.89**	**14,257.65**

(a) There were no advances due by directors or other officers of the company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a member.

Provision for doubtful advances

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	-	-
Provision during the year	2,015.40	-
Closing balance	**2,015.40**	**-**

6(b) Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with government authorities	1.81	2,422.46
Prepaid expenses	6.47	78.81
Others	0.25	0.30
Total	**8.53**	**2,501.57**

7. Current investments

Particulars	Number of units		Amount	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Investment at fair value through Profit and Loss				
Investments in Mutual Funds:				
Nippon India Overnight Fund - Growth- Regular	-	95,556.08	-	130.25
Total current investments	**-**	95,556.08	**-**	**130.25**
Aggregate value of quoted investments and market value thereof			-	130.25
Aggregate value of unquoted investments			-	-
Aggregate amount of impairment in the value of investments			-	-

8. Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks		
-in current accounts	1,236.03	5.87
Total	**1,236.03**	**5.87**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period.

9. Other financial assets (current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits	1.56	2.60
Total	**1.56**	**2.60**

10. Equity Share capital

a) Authorised equity share capital

Particulars	No. of shares	Amount
As at March 31, 2024	**132,000,000**	**13,200.00**
Increase during the year	-	-
As at March 31, 2025	**132,000,000**	**13,200.00**
Increase during the year	-	-
As at March 31, 2026	**132,000,000**	**13,200.00**

b) Issued, Subscribed and Paid up share capital

Particulars	No. of shares	Amount
As at March 31, 2024	**65,360,000**	**6,536.00**
Changes during the year	12,000,000	1,200.00
As at March 31, 2025	**77,360,000**	**7,736.00**
Changes during the year	210,600	21.06
As at March 31, 2026	**77,570,600**	**7,757.06**

c) Terms/Rights attached to the equity shares

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

d) Equity shares held by holding company

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Private Limited, India (including 6 shares held by nominee shareholders)	56,470,582	5,647.06	77,360,000	7,736.00
Equity shares of Rs 10 each				

*Refer note 12(a) for pledge of shares of holding company

e) Details shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
First Energy Private Limited, India		
% Holding	72.80%	100.00%
No. of shares	56,470,582	77,360,000
First Energy Private Limited, India		
% Holding	27.20%	-
No. of shares	21,100,000	-

f) Shares held by promoters

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited, India	56,470,582	72.80%	77,360,000	100%	-27.20%

g) Aggregate number of shares issued for consideration other than cash :

There are no shares issued for consideration other than cash or by way of bonus shares during the current or previous year.

11. Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained Earnings		
Opening Balance	(167.94)	(148.31)
Add : Loss for the year	(4,928.34)	(19.63)
Total	**(5,096.28)**	**(167.94)**

12. Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans from Bank		
Indian rupee loans from bank*	35,067.79	-
Less: Current maturities of long-term debts (included in current borrowings)	585.24	-
	34,482.55	**-**
Unsecured Loan		
Loan from Holding Company	14,463.05	-
Less: Current Maturities of loan from holding company	14,463.05	-
Total	34,482.55	-
* After considering unamortised expense of Rs.134.88 lakhs		
Aggregate secured borrowings	9,957.44	-
Aggregate unsecured borrowings	24,735.16	-

(a) Loans are measured at amortised cost.

Particulars	Date of maturity	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Secured borrowings					
Indian rupee loan from Central bank	September 30, 2045	Repayable in 75 structured quarterly instalments from March 31, 2027	Pre COD : Repo rate + 3% Post COD : Repo rate 2.75%)	16,507.34	-
Indian rupee loan from Yes bank	September 30, 2045	Repayable in 75 structured quarterly instalments from March 31, 2027	Pre COD: Repo rate + 3% Post COD : Repo rate 2.75%	18,560.45	-
Unsecured Borrowings					
Loan from holding company	September 30, 2026	Repayable on Maturity date	8.15%	14,463.05	-

Details of Security

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, intangible assets including goodwill and uncalled capital, intellectual property, both present and future, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the Company held by the Holding Company.

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Current maturities of long term borrowings from bank	585.24	-
Buyers' line of credit	-	9,957.44
Unsecured loans		
Current maturities of long term borrowings from holding company	14,463.08	24,769.80
Total	**15,048.32**	**34,727.24**

(a) Loans are measured at amortised cost.

Particulars	Date of maturity	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from holding company	September 27, 2025	Repayment in one or multiple branches within 180 days.	8.15%	-	24,769.80
Buyers' line of credit	Various	Repayable within 84 days from date of shipment	7.85%	-	8,400.89
Buyers' line of credit	Various	Repayable within 84 days from date of shipment	7.83%	-	906.76
Buyers' line of credit	Various	Repayable within 84 days from date of shipment	7.80%	-	649.79

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings (excluding supplier finanace arrangement)	(49,530.87)	(24,769.80)
Liabilities under supplier finanace arrangement	-	(9,957.44)
Cash and cash equivalents	1,236.03	5.87
Net debt	**(48,294.84)**	**(34,721.37)**

Particulars	Cash & cash equivalents	Liabilities from financing activities		Total
		Borrowings excluding supplier finanace arrangement	Liabilities under supplier finanace arrangement	
Net debt as at March 31, 2024	**1,084.84**	**(24,735.16)**	**-**	**(23,650.32)**
Cash flows	(1,078.97)	-	(9,957.44)	(11,036.41)
Interest capitalized	-	(1,576.31)	-	(1,576.31)
Interest paid	-	1,541.67	-	1,541.67
Net debt as at March 31, 2025	**5.87**	**(24,769.80)**	**(9,957.44)**	**(34,721.37)**
Cash flows	1,230.16	(24,125.53)	9,957.44	(12,937.93)
Interest capitalized	-	(3,500.06)	-	(3,500.06)
Interest expenses paid	-	2,864.52	-	2,864.52
Net debt as at March 31, 2026	**1,236.03**	**(49,530.87)**	**-**	**(48,294.84)**

Amendments to Ind AS 7 and Ind AS 107 relating to supplier finance arrangements

The Company has not provided comparative information in respect of the amendments to Ind AS 7 and Ind AS 107 relating to supplier finance arrangements, as it has applied the transitional relief available on initial adoption of these amendments, which allows entities not to present comparative disclosures for prior periods. During the year, there are no proceeds obtained under supplier finance arrangement.

13. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (Refer note 29)	0.73	0.63
Total outstanding dues of creditors other than micro enterprises and small enterprises		
i) Related parties (refer note 23)	0.06	0.04
ii) Others	2.89	2.48
Total	**3.68**	**3.15**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment			Total
			Less than 1 year	1-2 years	More than 3 years	
Undisputed trade payables:						
(i) Micro and Small enterprises	0.73	-	-	-	-	0.73
(ii) Others	2.70	-	0.25	-	-	2.95
Total	**3.43**	**-**	**0.25**	**-**	**-**	**3.68**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment			Total
			Less than 1 year	1-2 years	More than 3 years	
Undisputed trade payables:						
(i) Micro and Small enterprises	0.63	-	-	-	-	0.63
(ii) Others	1.75	0.17	0.60	-	-	2.52
Total	**2.37**	**0.17**	**0.60**	**-**	**-**	**3.15**

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

14. Other financial liabilities (current)

Particulars	As at March 31, 2026	As at March 31, 2025
Payable for property, plant and equipment	910.09	1,622.36
Total	**910.09**	**1,622.36**

14(a) Provisions (current)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for liquidity damages	1,331.48	-
Total	**1,331.48**	**-**
Movement of provision for liquidated damages:		
Opening balance	-	-
Add: Expenses during the year	1,331.48	-
Closing balance	**1,331.48**	**-**

15. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues payable	-	65.19
Total	**-**	**65.19**

16. Other income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest on Income Tax	0.05	-
Total	**0.05**	**-**

17. Finance Costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on financial liabilities measured at amortised cost		
- to bank	1,353.90	312.33
- to holding company	2,146.16	1,263.98
Less: Capitalized during the year	(3,500.06)	(1,576.31)
Total	**-**	**-**

Since, the borrowing were specifically for the purpose of obtaining and construction of qualifying assets, borrowing cost has been capitalised at actual.

18. Depreciation Expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	4.47	0.35
Amortisation of right -of -use assets	9.28	-
Less: Capitalized during the year	(13.75)	(0.35)
Total	**-**	**-**

19. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Rates and taxes	1.20	0.32
Legal and professional fees	9.08	5.22
Auditor's remuneration (Refer note below)	1.77	1.77
Management fees	0.83	-
Liquidated damages (Refer note (ii) below)	1,331.48	-
Miscellaneous expenses	11.27	12.14
Total	**1,355.63**	**19.63**

Notes :

(i). The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current and previous period.

(ii) The company has made a provision for liquidated damages for delay in commissioning the power plant beyond scheduled commercial operation date (COD) /extended COD as per the terms of power purchase agreement.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory audit fees (Including GST)	1.77	1.77
Total	**1.77**	**1.77**

20. Loss per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net loss attributable to the equity shareholders of the Company	(4,928.34)	(19.63)
Weighted average number of equity shares of Rs.10/- each	77,538,866	75,288,767
Basic and Diluted Loss per share (in Rs)	**(6.36)**	**(0.03)**

21. Contingent liabilities and commitments

Contingent liabilities

There are no liabilities of contingent nature.

Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Rs. 855.64 lakhs. (March 31, 2025: Rs.9,554.03 lakhs)

22. Exceptional items - expenses

Particulars	For the year ended March 31, 2026
Provision for other non-current assets #	2,015.40
Impairment of property, plant and equipment (Refer note 3)	1,557.35
Total	**3,572.76**

The management has evaluated the recoverability of capital advances of Rs. 2,015 lakhs given to a project vendor to assess whether there is any indication that the amounts may not be recoverable. Based

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

on assessment of the services received up to date, current status of the project, and the vendor's ability and willingness to complete the contractual scope or refund the advances, an indicator of impairment has been identified. Accordingly, a provision of INR 2,015 lakhs has been recognized in the Statement of Profit and Loss for the year ended March 31, 2026 towards such capital advances.

22. Related party disclosures

A Immediate holding company

First Energy Private Limited

B Ultimate holding company

RDA Holding Private Limited

C Intermediate holding company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Entities under common control with whom there have been transactions during the year

First Energy 10 Private Limited

E Key Management Personnel:

1 Mr. Ravi Damaraju - Director

2 Mr. Mitish Somani - Director (till April 5, 2024)

3 Mr. Sandeep Mandke - Director

4 Mr. Sumit Rathi- Director (w.e.f. April 3, 2024)

5 Mr. Nitin Patil - Chief Financial Officer (w.e.f. March 19, 2025)

6 Mr.Venkatasubramanian - Chief Executive Officer (w.e.f. July 26, 2024)

7 Mr.Rohit Javiya - Company Secretary(w.e.f. July 26, 2024)

F Transactions with Related parties:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
With Immediate Holding Company		
Subscription for equity shares by holding company	21.06	1,200.00
Interest on borrowings (capitalised)	2,146.16	1,263.98
Loan taken	23,663.95	28,055.16
Loan repaid	34,403.53	3,320.00
Reimbursement of expenses	34.24	-
EPC project management fees	28.67	676.27
First Energy 10 Private Limited		
Reimbursement of expenses paid	0.25	-
Key management personnel compensations		
Short term employee benefits (Director's sitting fees)	0.83	-

G Outstanding balances

Particulars	As at March 31, 2026	As at March 31, 2025
Immediate Holding Company		
Borrowings	14,463.08	24,769.80
Payable for property, plant & equipment	41.52	526.47
Other Payable	0.06	0.04
With group company		
First Energy 10 Private Limited		
Other Receivable	0.25	-

H Terms and conditions for outstanding balances

All outstanding balances are unsecured, interest free except for borrowings and payable in cash. For details of interest on borrowings, refer note 12.

The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

24. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings	49,530.87	34,692.60
Trade payables	3.68	3.15
Other financial liabilities	910.09	1,622.36
Total	**50,444.64**	**36,318.10**
Current liabilities	15,962.09	36,318.10
Non-current liabilities	34,482.55	-
Total	**50,444.64**	**36,318.10**

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	1,236.03	5.87
Other financial assets	1.56	2.60
Total	**1,237.59**	**8.47**
Current assets	1,237.59	8.47
Non-current assets	-	-
Total	**1,237.59**	**8.47**

The carrying value of cash and cash equivalents, other financial assets, trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable or in case of fixed rate borrowings, movements in interest rates from the recognition of such financial instrument till period end not being material.

Break-up of financial assets carried at fair value through profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets		
Investments		
Mutual funds	-	130.25
Total financial assets (Current)	**-**	**130.25**

Fair value of market linked mutual fund is determined using Net Asset Value (NAV) report issued by mutual fund house.

i) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets.

As at March 31,2025

Particulars	Date of valuation	Level 1	Level 2	Level 3
Financial Assets	March 31, 2025			
Investments				
Mutual funds		130.25	-	-

Level 1: level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If significant inputs required to fair value an instruments are observable, the instruments is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

25. Financial risk management

The Company's principal financial liabilities comprises borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and cash equivalents, other receivables.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The management of the Company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The Management of the Company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and price risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a) 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 exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Variable rate borrowings	35,067.79	-

Impact due to sensitivity of interest rate is not calculated for the current year, as the Company's loss before tax was not affected through the impact on floating rate borrowings, as borrowing was towards acquiring a qualifying asset and the related interest was capitalised according to IND AS 23.

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the year and prvious year hence not exposed to any foreign currency risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its investing activities, including deposits with banks.

Credit risk from balances with banks and financial institutions is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2025 and March 31, 2026 is the carrying amounts as disclosed in notes to accounts.

Expected credit losses for

Balance with banks

Credit risk from balances with banks is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	15,048.32	2,292.49	2,292.49	30,032.45	49,665.75
Trade Payables	3.68	-	-	-	3.68
Other financial liabilities	910.09	-	-	-	910.09

March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	34,727.24	-	-	-	34,727.24
Trade Payables	3.15	-	-	-	3.15
Other financial liabilities	1,622.36	-	-	-	1,622.36

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

26. Analytical ratios

Sr .No.	Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current Assets	Current Liabilities	0.07	0.07	-1%	Not applicable
2	Debt-Equity Ratio	Total Debt	Shareholders' Equity	18.62	4.58	306%	Refer note (i) below
3	Debt Service Coverage Ratio	Earnings available for debt service (Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt Service (Interest & Lease Payments + Principal Repayments)	0.03	-	0%	Repayment of unsecured borrowing on account of proceeds from external bank borrowing, resulted in reduction in the ratio.
3	Return on Equity	Net loss after taxes	Shareholder's Equity	-96.36%	-0.26%	37051%	Refer note (ii) below
4	Return on investment	Investment Income	Average investment	3.25%	1.17%	178%	Increase in mutual fund investment during the year resulted in higher yield
5	Trade payables turnover Ratio	Net Credit Purchases	Trade payable	6.57	6.24	5%	Not applicable
6	Return on Capital employed	Earning before interest and taxes	Capital Employed	-2.60%	-0.05%	5095%	Refer note (ii) below

Capital employed = Tangible Net worth + total debt
Average = (Opening + Closing)/2

Note:
i) Additional borrowing availed during the year by the Company increased debt to equity ratio.
ii) Increase in expenses mainly on account of impairment of property, plant and equipment, liquidated damages and provision for doubtful advances have led to decrease in return on equity, return on capital employed, trade payable turnover ratio.
iii) As there were no repayment of interest and principal, debt service coverage ratio is not calculated for the comparative period

iv) There were no debt during the comparative period. Hence, debt equity ratio is not calculated for that period.

27. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings. Capital represents equity attributable to equity holders of the Company.

	March 31, 2026	March 31, 2025
Borrowings including interest accrued	49,530.87	34,727.24
Less: Cash and cash equivalents	1,236.03	5.87
Net debt	**48,294.84**	**34,721.37**
Equity	2,660.78	7,568.06
Net debt to equity	**18.15**	**4.59**

Net debt to equity has increased in current year majorly on account of increase in borrowing and decrease in equity due to losses booked during the year.

Loan Covenants

The borrower shall during the entire tenor of the Facility, ensure that Debt Service Coverage Ratio does not fall below 1.10:1

The financial covenant shall be tested starting FY 2026-2027. Accordingly, this covenant will be tested from the next year.

28. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment.

29. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	9.93	0.63
- Interest due thereon*	-	-
The amount of interest paid by the Company 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.	-	-
The amount of payment made to the supplier beyond the appointed day during the year.	39.31	16.47
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.	0.34	0.25
The amount of interest accrued and remaining unpaid at the end of each accounting year	0.34	0.25
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.	0.59	0.25

*Amount is below the rounding off norm adopted by the Company

First Energy 8 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

30. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current year and comparative period.

(iv) There is no income surrendered or disclosed as income during the current year or comparative period in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current year or comparative period.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

a. 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

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

31. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

32. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements of record retention.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

Place: Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 8 Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Nitin Patil
Chief Financial Officer

Venkatasubramanian
Chief Executive Officer

Rohit Javiya
Company Secretary

Place : Pune
Date: April 29, 2026

First Energy Nine Private Limited

Board of Directors
Sandeep Mandke
Sumit Rathi
Anjali Lothe

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Bankers
Yes Bank Limited
ICICI Bank Limited

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure in presenting the Second Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	217.85	80.74
Profit/ (Loss) before finance cost, depreciation, and tax	165.77	57.74
Finance Cost	85.15	29.10
Profit/ (Loss) before depreciation and tax	80.62	28.64
Depreciation and impairment	65.87	21.85
Profit/(Loss) before tax	14.75	6.79
Provision for taxation (incl. deferred tax)	5.72	3.03
Items that are not to be reclassified to profit or loss	-	-
Profit/(Loss) after tax	9.03	3.76

State of Company's Affairs

The Company has commissioned a Solar project with a plant capacity of 4MWp and operational since December 2024.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves.

During the year, the Company has not transferred any amount to the General Reserve.

Share Capital

During the year there were changes in the capital structure. The paid up share capital of the Company is Rs. 4,78,00,000/- divided into 47,80,000 Equity Shares of Rs. 10/-. The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors, or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Renewable Energy business and has drawn a mitigation plan to address the same –

- **Land Risk :**

  The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.

- **Risk of Right of Way (RoW) and Resources :**

  This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also collaborates with competent local infra partners and engages with experienced and capable service partners.

- **Renewable Sources and Grid Availability :**

  The risk identified by the Company is lower generation on account of lower radiation, wind speed, Grid curtailments and failures. The Company continuously studies the radiation levels and Wind Resources Assessment with historical data from reliable sources and accordingly sizes the plant and the financial models for arriving at the right tariff for the available conditions. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.

- **Plant Uptime and Soiling Losses :**

  This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using waterless robotic technology for cleaning modules and therefore manpower dependency is reduced. The Board at its meetings periodically reviews and monitors these risks and their mitigation plan.

First Energy Nine Private Limited

- **Regulatory changes:**

  Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety .

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication: HSE Moment/Lessons Learnt : Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability, Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training : HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors
- HSE Digitalisation : HSE digital software implemented for hazard reporting and risk behaviour reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sandeep Mandke (DIN: 09619581) retires by rotation and being eligible offers, himself for re-appointment. The proposal for re-appointment forms part of the Notice of the Second AGM of the Company.

During the year, the following change took place in the Directors of the Company:

- The appointment of Mr. Sumit Rathi (DIN: 07727272), Additional Director was regularized in the Annual General Meeting held on July 18, 2025.

Board Meetings

During the year, the Board met four times on April 30, 2025, July 21, 2025, October 31, 2025 and January 21, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the profit of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Board of Directors for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 1 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar, Wind and associated Renewable energy generation sources for commercial & industrial customers.

As a part of its "Build-Green" initiatives, the Company has installed solar powered Robots to clean the solar modules at the Opex projects thus ensuring waterless cleaning. In the case of Technology absorption, the Company used higher rated (540 & 550Wp) Monoperc PV models with better efficiency. The structure is designed to withstand the wind load. Robot technology is being adopted for cleaning the modules and this will help to conserve water and reduce soiling losses.

In the case of Technology absorption, the Company used higher rated (>540Wp) Monoperc PV modules with better efficiency, a structure designed to string type Solar Inverters designed for outdoor installation.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the company, will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company. The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of a onetime settlement with any Bank or Financial Institution.

Statutory Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five year from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
First Energy Nine Private Limited

Sumit Rathi	**Anjali Lothe**
Director	Director
DIN: 07727272	DIN: 10134848

Pune, April 29, 2026

First Energy Nine Private Limited

Annexure 1

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. Attention of members is drawn to the disclosure of transactions with such related parties as set out in Note No. 25 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy Nine Private Limited

Sumit Rathi
Director
DIN: 07727272

Anjali Lothe
Director
DIN: 10134848

Pune, April 29, 2026

Independent Auditor's Report

To the Members of First Energy Nine Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy Nine Private Limited ("the Company"), which comprise the Balance Sheet as at March 31 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 31(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 31(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has not paid any remuneration to its directors during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654YIFOPJ1747
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy Nine Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy Nine Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654YIFOPJ1747
Place: Pune
Date: May 04, 2026

First Energy Nine Private Limited

Annexure B to Independent Auditor's Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy Nine Private Limited on the financial statements as of and for the year ended March 31, 2026

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 3(a) to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in three mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained, except for the following cases:

Nature of the fund raised	Name of the lender	Pending utilisation of term loan (Amount in Lakhs)	Purpose for which amount was sanctioned	Purpose for which amount was utilised	Remarks
Term Loan	Yes Bank Ltd.	18	For Loan repayment and for payment to capital expense vendor	Amount yet to be utilised kept in current account and bank deposits	The term loan was raised towards the end of the year.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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 procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in these financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654YIFOPJ1747
Place: Pune
Date: May 04, 2026

First Energy Nine Private Limited

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	1,363.12	1,425.34
Right-of-use assets	3(b)	66.09	68.56
Financial assets			
(a) Other financial assets	4(a)	7.71	7.71
Income tax assets (net)	5	0.23	0.12
Total non-current assets		**1,437.15**	**1,501.73**
Current assets			
Financial assets			
(a) Trade receivables	6	21.25	32.35
(b) Cash and cash equivalents	7(a)	37.01	58.18
(c) Bank balance other than (b) above	7(b)	40.00	-
(d) Other financial assets	4(b)	0.53	-
Other current assets	8	1.97	1.46
Total current assets		**100.76**	**91.99**
Total Assets		**1,537.91**	**1,593.72**
Equity and Liabilities			
Equity			
Equity share capital	9	478.00	478.00
Other equity	10	6.75	(2.28)
Total Equity		**484.75**	**475.72**
Non-current liabilities			
Financial liabilities			
(a) Borrowings	12(a)	893.85	-
(b) Lease liabilities	23	56.78	56.72
Deferred tax liabilities (net)	11	8.75	3.03
Total non-current liabilities		**959.38**	**59.75**
Current liabilities			
Financial liabilities			
(a) Borrowings	12(b)	56.91	954.42
(b) Lease liabilities	23	5.69	10.83
(c) Trade payables	13		
i) total outstanding dues of micro and small enterprises		4.44	1.96
ii) total outstanding dues of creditors other than micro and small enterprises		7.49	8.05
(d) Other financial liabilities	14	19.09	80.57
Other current liabilities	15	0.16	2.42
Total current liabilities		**93.78**	**1,058.25**
Total liabilities		**1,053.16**	**1,118.00**
Total equity and liabilities		**1,537.91**	**1,593.72**

Summary of material accounting policies 2

The above Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	Feb 1, 2024 to March 31, 2026
Income			
Revenue from operations	16	215.00	80.74
Other income	17	2.85	-
Total Income		**217.85**	**80.74**
Expenses			
Finance costs	18	85.15	29.10
Depreciation expense	19	65.87	21.85
Other expenses	20	52.08	23.00
Total expenses		**203.10**	**73.95**
Profit before tax		**14.75**	**6.79**
Tax expense			
Current tax	11	-	-
Deferred tax	11	5.72	3.03
Profit for the year / period		**9.03**	**3.76**
Other comprehensive income		**-**	**-**
Total comprehensive income for the year / period		**9.03**	**3.76**
Summary of material accounting policies	2		
Earnings per equity share			
Basic & Diluted [nominal value per share ₹ 10]	21	0.19	0.11

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of First Energy Nine Private Limited

Anjali Lothe
Director
DIN : 10134848

Sumit Rathi
Director
DIN: 07727272

Place : Pune
Date: April 29, 2026

Statement of Cash flows for the period March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the year ended March 31, 2026	February 01, 2024 to March 31, 2025
A)	**Cash flows from operating activities**		
	Profit before tax	14.75	6.79
	Adjustments for:		
	Depreciation expense	65.87	21.85
	Interest income	(0.58)	-
	Finance costs	85.15	29.10
	Fair value gain on financial instrument at fair value through profit and loss (net)	(2.26)	-
	Working capital adjustments		
	(Increase) in other financial assets	-	(7.71)
	(Increase) in other assets	(0.51)	(1.46)
	(Increase)/ decrease in trade receivables	11.10	(32.35)
	Increase in trade payables	1.92	10.01
	Increase/ (decrease) in other financial liabilities	(6.04)	6.04
	Increase/ (decrease) in other liabilities	(2.26)	2.42
	Cash generated from operations	**167.14**	**34.69**
	Income taxes paid	(0.11)	(0.12)
	Net cash generated from operating activities	**167.03**	**34.57**
B)	**Cash flows from investing activities**		
	Payments for property, plant and equipment	(56.62)	(1,354.09)
	Fixed deposits placed with banks	(40.00)	-
	Interest received	0.05	0.44
	Investment in mutual funds	(80.00)	(299.99)
	Proceeds from sale of mutual funds	82.26	301.60
	Net cash used in investing activities	**(94.31)**	**(1,352.04)**
C)	**Cash flows from financing activities**		
	Proceeds from borrowings	1,053.00	917.00
	Repayment of Borrowings	(1,007.56)	-
	Transaction cost for availing borrowings	(17.96)	-
	Proceeds from issue of equity shares	-	478.00
	Cost related to issue of own equity instruments	-	(6.04)
	Interest paid on borrowings	(110.54)	(4.16)
	Principal elements of lease payments	(10.83)	(3.93)
	Initial direct cost pertaining to right-of-use assets	-	(5.22)
	Net cash flows (used in)/ generated from financing activities	**(93.89)**	**1,375.65**
	Net (decrease)/increase in cash and cash equivalents	**(21.17)**	**58.18**
	Cash and cash equivalents at the beginning of the period	58.18	-
	Cash and cash equivalents at the end of the financial period	**37.01**	**58.18**
	Non-cash financing and investing activities		
	-Acquisition of right-of-use assets	-	65.80

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

	March 31, 2026	March 31, 2025
Cash and cash equivalents (refer note 7(a))	37.01	58.18
Balances as per statement of Cash flow	**37.01**	**58.18**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer Note 12 for Net debt reconciliation.

The above Statement of Cash Flows should be read in conjunction with the accompanying notes

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Nine Private Limited

Anjali Lothe
Director
DIN : 10134848

Sumit Rathi
Director
DIN: 07727272

Place : Pune
Date: April 29, 2026

First Energy Nine Private Limited

Statement of Changes in Equity for the period February 1, 2024 to March 31, 2025

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital

Particulars	Amount
As at February 1, 2024	**-**
Issued during the period	478.00
As at March 31, 2025	**478.00**
Issued during the year	-
As at March 31, 2026	**478.00**

B Other Equity

Particulars	Retained Earnings	Total
As at February 1, 2024		
Profit for the period	3.76	3.76
Other comprehensive income for the period	-	-
Total Comprehensive income for the period	**3.76**	**3.76**
Cost related to issue of own equity instruments	(6.04)	(6.04)
As at March 31, 2025	**(2.28)**	**(2.28)**
Profit for the year	9.03	9.03
Other Comprehensive Income for the year	-	-
Total Comprehensive income for the year	**9.03**	**9.03**
As at March 31, 2026	**6.75**	**6.75**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy Nine Private Limited

Anjali Lothe
Director
DIN : 10134848

Sumit Rathi
Director
DIN: 07727272

Place : Pune
Date: April 29, 2026

Notes to the financial statements for the year ended on March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

First Energy Nine Private Limited ("the Company") is a private limited company domiciled in India and incorporated on February 01, 2024 under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business of producing solar power.

The address of the Company's registered office is 7th Floor, fountainhead Tower 1, Viman Nagar, Pune - 411014 India. The Board of Directors have authorized these financial statements on April 29, 2026. The CIN of the Company is U35100PN2024PTC227760.

2. Basis of preparation and summary of material accounting policy

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1. Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value (refer accounting policy regarding financial instruments);

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when the Company has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied to the consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

Variable consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

b. Property, plant and equipment

All items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15
Building	30	3 to 30
Furniture and fixtures	10	10
Roads	3	3

Also refer 2.3.c for other accounting policies relating to Property, plant and equipment.

c. Leases

Company as a lessee

The Company lease asset classes primarily consist of leasehold lands. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any

lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate standalone price of the non-lease components.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss. There are currently no debt securities which are carried at FVTPL.

iv. Equity instruments

All equity investments in scope of Ind AS 109 - "Financial Instruments", are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. Currently, for all equity instruments, subsequent changes in the fair value is recognized in Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

Notes to the financial statements for the year ended on March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Borrowings are classified as current liabilities unless, at the end of the reporting period, the group has a right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Property, plant and equipment (PPE)

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

e. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

f. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

g. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of profit and loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

h. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

i. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

j. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

k. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

k. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

2.5 Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

Notes to the financial statements for the year ended on March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Note 3 : Property, Plant and Equipment and capital work-in-progress

Particulars	Plant and Machinery	Building	Roads	Furniture	Total	Capital work-in-progress
Gross carrying amount:						
As at February 1, 2024	**-**	**-**	**-**	-	**-**	-
Additions	1,421.08	20.12	4.02	1.10	1,446.32	1446.32
Deduction/Transfer	-	-	-	-	-	(1,446.32)
As at March 31, 2025	**1,421.08**	**20.12**	**4.02**	**1.10**	**1,446.32**	**-**
Additions	1.18	-	-	-	1.18	-
As at March 31, 2026	**1,422.26**	**20.12**	**4.02**	**1.10**	**1,447.50**	**-**
Accumulated Depreciation:						
As at February 1, 2024	**-**	**-**	**-**	**-**	**-**	**-**
For the period	19.84	0.69	0.42	0.03	20.98	-
As at March 31, 2025	**19.84**	**0.69**	**0.42**	**0.03**	**20.98**	**-**
For the year	59.95	2.08	1.27	0.10	63.40	-
As at March 31, 2026	**79.79**	**2.77**	**1.69**	**0.13**	**84.38**	**-**
Net carrying amount:						
As at March 31, 2026	**1,342.47**	**17.35**	**2.33**	**0.97**	**1,363.12**	**-**
As at March 31, 2025	**1,401.24**	**19.43**	**3.60**	**1.07**	**1,425.34**	**-**

(i) See note 12 for information on Property, Plant and Equipment pledged as security by the company.

(ii) See Note 22 for disclosure of contractual commitments for the acquisition of Property, Plant and Equipment.

(iii) Capitalization of expenses

Company has capitalized the following expenses to the cost of Property, plant and equipment. Consequently, expenses disclosed under the respective notes are net of amounts capitalized by the Company.

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Interest expenses (Net)	-	16.21
Depreciation	-	1.59
Total	**-**	**17.80**

3(b) Right- of- use assets

Particulars	Leasehold Land	Total
Gross carrying amount:		
As at February 1, 2024	**-**	**-**
Additions*	71.02	71.02
As at March 31, 2025	**71.02**	**71.02**
Additions	-	-
Deductions	-	-
As at March 31, 2026	**71.02**	**71.02**
Accumulated Depreciation		
As at February 1, 2024	**-**	**-**
Charge for the period	2.46	2.46
As at March 31, 2025	**2.46**	**2.46**
Charge for the year	2.47	2.47
As at March 31, 2026	**4.93**	**4.93**
Net Block		
As at March 31, 2026	**66.09**	**66.09**
As at March 31, 2025	**68.56**	**68.56**

*Includes initial direct costs incurred by the lessee amounting to Rs. 5.22 lakhs

The Company has taken lands on lease which has been accounted in accordance with Ind AS 116-Leases under right of use assets. Refer note 23 for further disclosure on leases.

4(a). Other financial assets (non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits	7.71	7.71
Total	**7.71**	**7.71**

4(b). Other Financial Assets (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest accrued but not due	0.53	-
Total	**0.53**	**-**

5. Income tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	0.12	-
Add: Taxes paid during the year	0.23	0.12
Less: Refund received during the year	(0.12)	-
Total	**0.23**	**0.12**

First Energy Nine Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

6. Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables		
Unbilled*	21.23	22.48
Billed	0.02	9.87
Total	**21.25**	**32.35**
Break-up for security details:		
Trade receivables considered good - Unsecured	21.25	32.35
Trade receivables which have a significant increase in credit risk	-	-
Trade receivables- credit impaired	-	-
	21.25	**32.35**
Less: Impairment allowance	-	-
Total	**21.25**	**32.35**

No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person nor any trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivable is 'unbilled' because the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration. Refer note 25 for related party disclosures.

Trade Receivables Ageing

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables- considered good	21.23	-	0.02	-	-	-	-	21.25
Total	**21.23**	**-**	**0.02**	**-**	**-**	**-**	**-**	**21.25**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables- considered good	22.48	-	9.87	-	-	-	-	32.35
Total	**22.48**	**-**	**9.87**	**-**	**-**	**-**	**-**	**32.35**

7(a) Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks		
- in current accounts	37.01	58.18
Total	**37.01**	**58.18**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period.

7(b). Other Bank Balance

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks		
Deposits with original maturity of more than three months less than twelve months*	40.00	-
Total	**40.00**	**-**

* Includes Debt Service Reserve Account (DSRA) Deposits with banks against Borrowing made as per the requirement of borrowing agreement with lender for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract.

8. Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Advance to suppliers	-	0.69
Prepaid expenses	1.97	0.77
Total	**1.97**	**1.46**

9. Equity Share Capital

a) Authorised Equity Share Capital

Particulars	No. of shares	Amount
As at February 1, 2024	**-**	**-**
Increase during the period	50,000,000	5,000.00
As at March 31, 2025	**50,000,000**	**5,000.00**
Increase during the year	-	-
As at March 31, 2026	**50,000,000**	**5,000.00**

b) Issued, Subscribed and Paid up Equity Share Capital

Equity shares of ₹ 10 each

Particulars	No. of shares	Amount
As at February 1, 2024	-	**-**
Changes during the period	4,780,000	478.00
As at March 31, 2025	**4,780,000**	**478.00**
Changes during the year	-	-
As at March 31, 2026	**4,780,000**	**478.00**

c) Terms/Rights attached to the equity shares

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

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

d) Equity shares held by ultimate holding / holding company

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Immediate holding company				
First Energy Private Limited (including 4 shares held by nominee shareholders) *	3,340,000	334.00	3,340,000	334
Equity shares of Rs 10 each				
Intermediate holding company				
Thermax Limited	720,000	72.00	720,000	72

* Refer note 12 (a) for details of pledge of shares of holding company

e) Details of shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited		
% Holding	69.87%	69.87%
No. of shares	3,340,000	3,340,000
ii)Thermax Babcock & Wilcox Energy Solutions Limited		
% Holding	15.06%	15.06%
No. of shares	720,000	720,000
iii) Thermax Limited		
% Holding	15.06%	15.06%
No. of shares	720,000	720,000

f) Shares held by promoters at the end of the period

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited	3,340,000	69.87%	3,340,000	69.87%	0%
Thermax Babcock & Wilcox Energy Solutions Limited	720,000	15.06%	720,000	15.06%	0%
Thermax Limited	720,000	15.06%	720,000	15.06%	0%

g) Aggregate number of shares issued for consideration other than cash :

There are no shares issued for consideration other than cash or by way of bonus shares during the period.

10. Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained Earnings		
Opening Balance	(2.28)	-
Add : Profit for the year/period	9.03	3.76
	6.75	**3.76**
Cost related to issue of own equity instruments	-	(6.04)
Total	**6.75**	**(2.28)**

11. Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred Tax Liability		
Depreciation on property, plant and equipment	162.65	59.83
Right-of-use assets	16.63	17.26
IND AS impact on borrowings	4.52	-
	183.80	**77.09**
Deferred Tax Asset		
Losses available for offsetting against future taxable income	159.33	58.42
Lease Liabilities	15.72	15.64
	175.05	**74.06**
Total	**8.75**	**3.03**

Income tax expense consist of following	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Current tax expenses	-	-
Deferred tax expenses	5.72	3.03
Total	**5.72**	**3.03**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follows:

Particular	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Profit before tax	14.75	6.79
Income tax rate	25.17%	25.17%
Expected tax expense	3.71	1.71
Others	2.01	1.32
Total tax expense	**5.72**	**3.03**

12. Borrowing

(a) Borrowings (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Indian rupee loans from bank*	937.76	-
Less: Current maturities of long-term debts (included in current borrowings)	(43.91)	-
Total	**893.85**	**-**

* After Considering unamortised expense of Rs. 17.96 lakhs as at March 31, 2026 (March 31, 2025- Nil)

Aggregate secured borrowings	937.76	-
Aggregate unsecured borrowings	-	-

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Secured borrowings					
Loan from Yes bank	September 30, 2025	Repayable in 80 structured quarterly instalments from 20 Jan, 2026	3M EBLR p.a. +2.25 % p.a.	937.76	-

Note: Borrowings are subsequently measured at amortised cost and therefore interest accrued on current borrowings are included in respective amounts.

Details of Security

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, intangible assets including goodwill and uncalled capital, intellectual property, both present and future, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the Company held by the Holding Company.

(b) Borrowings (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured loans		
From holding company	13.00	954.42
Secured Loans		
Indian Rupee loan from Bank	43.91	-
Total	**56.91**	**954.42**
Aggregate secured borrowings	43.91	-
Aggregate unsecured borrowings	13.00	954.42

Details	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from Holding Company	April 10, 2025	on or before maturity date	8.95%	-	954.42
Loan from Holding Company	June 30, 2026	on or before maturity date	7.75%	13.00	-

During the year, the Company has used all the borrowings for specific purpose for which they have been obtained.

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	37.01	58.18
Other bank balances	40.00	-
Borrowings	(950.76)	(954.42)
Lease Liabilities	(62.47)	(67.55)
Net debt	**(936.22)**	**(963.79)**

Particulars	Assets		Liabilities from financing activities		Total
	Cash and cash equivalents	Other Bank Balances	Borrowings (including accrued interest)	Lease Liabilities	
Net debt as at March 31, 2024					
Additions of lease	-	-	-	(65.80)	(65.80)
Cash flows	58.18	-	(917.00)	3.93	(854.89)
Borrowing cost (capitalised)	-	-	(14.39)	(3.77)	(18.16)
Interest expenses	-	-	4.16	-	4.16
Interest paid	-	-	(27.19)	(1.91)	(29.10)
Net debt as at March 31, 2025	**58.18**	**-**	**(954.42)**	**(67.55)**	**(963.79)**
Cash flows	(21.17)	40.00	(27.48)	10.83	2.17
Interest paid	-	-	110.54	-	110.54
Interest expenses	-	-	(79.40)	(5.75)	(85.15)
Net debt as at March 31, 2026	**37.01**	**40.00**	**(950.76)**	**(62.47)**	**(936.22)**

13. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (Refer note 30)	4.44	1.96
Total outstanding dues of creditors other than micro enterprises and small enterprises		
i) Related parties	2.74	5.05
ii) Others	4.75	3.00
Total	**11.93**	**10.01**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment			Total
			Less than 6 months	6 months-1 year	1-2 years	
Undisputed trade payables:						
(i) Micro and Small enterprises	3.80	-	0.64	-	-	4.44
(ii) Others	3.03	1.68	2.78	-	-	7.49
Total	**6.83**	**1.68**	**3.42**	**-**	**-**	**11.93**

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment			Total
			Less than 6 months	6 months-1 year	1-2 years	
Undisputed trade payables:						
(i) Micro and Small enterprises	1.91	0.01	0.04	-	-	1.96
(ii) Others	3.00	-	5.05	-	-	8.05
Total	**4.91**	**0.01**	**5.09**	**-**	**-**	**10.01**

14. Other financial liabilities (current)

Particulars	As at March 31, 2026	As at March 31, 2025
Payable for property plant and equipment (Inclusive of Rs. 18.65 lakhs payable to micro and small enterprises)	19.09	74.53
Others	-	6.04
Total	**19.09**	**80.57**

15. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues payable	0.16	2.42
Total	**0.16**	**2.42**

16. Revenue from Operations

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Revenue from Power Supply	215.00	80.74
Total	**215.00**	**80.74**

Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	215.00	80.74
At a point in time basis	-	-
Total revenue from contracts with customers	**215.00**	**80.74**
ii) Revenue by geographical market:		
Within India	215.00	80.74
Outside India	-	-
Total revenue from contracts with customers	**215.00**	**80.74**

iii) Reconciliation between revenue recognised in Statement of profit and loss and contract price

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Contract price	215.00	109.99
Revenue from trial run reduced from cost of property, plant and equipment	-	(29.25)
Total Revenue recognised	**215.00**	**80.74**

iv) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

17. Other Income

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Interest income on		
-Income tax refund	0.01	-
-Income on financial assets measured at amortised cost	0.58	-
Gain on sale of mutual fund measured at fair value through profit and loss	2.26	-
Total	**2.85**	**-**

18. Finance Costs

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Interest expense on financial liabilities measured at amortised cost		
-bank	14.45	-
-holding company	64.95	41.58
Interest on lease liability	5.75	5.68
Less: Capitalized during the year	-	(18.16)
Total	**85.15**	**29.10**

19. Depreciation Expense

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Depreciation of property, plant and equipment	63.40	20.98
Depreciation on right-of-use assets	2.47	2.46
Less: Capitalized during the year	-	(1.59)
Total	**65.87**	**21.85**

First Energy Nine Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

20. Other Expenses

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Rates and taxes	2.97	2.27
Operations and Maintenance	12.90	-
Site expenses	6.93	3.41
Electricity expenses	6.56	2.46
Rent paid	0.75	2.42
Travelling and conveyance	0.78	2.98
Insurance	1.60	0.40
Repairs & maintenance	5.09	-
Legal and Professional Fees	6.27	3.55
Technical fees	0.63	0.08
Auditor's remuneration (Refer note below)	1.77	1.77
Printing & Stationery	-	0.06
Management fees (Refer note 25)	5.68	3.05
Miscellaneous expenses	0.15	0.55
Total	**52.08**	**23.00**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current period.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Statutory Audit Fees (Including GST)	1.77	1.77
Total	**1.77**	**1.77**

21. Earnings per share

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Net profit attributable to the equity shareholders of the Company (In Rs lakhs)	9.03	3.76
Weighted average number of equity shares of Rs.10/- each	4,780,000	3,309,718
Basic and Diluted earning per share (in Rs.)	**0.19**	**0.11**

22. Contingent Liabilities and commitments

Contingent liabilities

There are no liabilities of contingent nature.

Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Nil. (March 31, 2025 : Nil)

23 Leasing Arrangements

Company as lessee

The Company has taken lands on leases for a tenure of upto 29 years. There are no variable lease payments and residual value guarantees for these leases.

Carrying amounts of lease liabilities and the movements during the period:

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
At the beginning of the year / period	67.55	-
Additions	-	65.80
Accretion of interest	5.75	5.68
Payments made	(10.83)	(3.93)
As at end of the period	**62.47**	**67.55**
Current portion of lease liabilities	5.69	10.83
Non-current portion of lease liabilities	56.78	56.72
Total	**62.47**	**67.55**

Details of amounts recognised in statement of profit and loss

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
Depreciation expense of right-of-use assets	2.47	2.46
Short term lease rent paid	0.75	2.42
Interest expense on lease liabilities	5.75	5.68
Less: Capitalised during the year / period	-	(5.36)
Total amount recognised in statement of profit or loss	**8.97**	**5.20**

The total cash outflow for leases during the period Rs 10.83 Lakhs (excluding short term lease payment of Rs 0.75 lakhs).

Extension and termination options are included in a number of property and equipment leases. These are used to maximise operational flexibility in terms of managing the assets used in the company operations. The majority of extension and termination options held are exercisable only by the company and not by the respective lessor.

24. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings	950.76	954.42
Trade payables	11.93	10.01
Other liabilities	19.09	80.57
Total	**981.78**	**1,045.00**
Current liabilities	87.93	1,045.00
Non-current liabilities	893.85	-
Total	**981.78**	**1,045.00**

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	21.25	32.35
Cash and cash equivalents	37.01	58.18
Other bank balance	40.00	-
Other financial assets	7.71	7.71
Total	**105.97**	**98.24**
Current assets	98.26	90.53
Non-current assets	7.71	7.71
Total	**105.97**	**98.24**

The carrying value of trade receivables, cash and cash equivalents, bank balances, other financial assets, trade payables and other current

Notes to the financial statements for the year ended on March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

liabilities are considered to be the same as their fair values, due to their short term nature.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable or in case of fixed rate borrowings, movements in interest rates from the recognition of such financial instrument till period end not being material.

25. Related party disclosures

A Immediate holding company

First Energy Private Limited

B Ultimate holding company

RDA Holding Private Limited

C Intermediate holding company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Entities under common control with whom there have been transactions during the period

1 Thermax Babcock & Wilcox Energy Solutions Limited

2 First Energy 7 Private Limited

E Key Management Personnel:

1 Mr. Sandeep Mandke - Director

2 Mr. Mitish Somani - Director (till April 4, 2024)

3 Mrs. Anjali Lothe - Director

4 Mr. Sumit Rathi - Additional director (w.e.f. July 19, 2024)

F Transactions with Related parties:

Particulars	For the year ended March 31, 2026	February 1, 2024 to March 31, 2025
With Immediate Holding Company		
First Energy Private Limited		
Subscription to equity shares	-	334.00
Reimbursement of expenses paid	6.12	10.20
EPC project management fees (capitalised in property, plant and equipment)	-	120.00
Management fees	5.68	3.05
Interest on borrowings (including capitalised)	64.95	41.58
Loan taken	93.00	917.00
Loan repaid	997.00	-
Entities under common control		
First Energy 7 Private Limited		
Reimbursement of expenses paid	-	2.21
Reimbursement of expenses received	-	0.50
Thermax Babcock & Wilcox Energy Solutions Limited		
Subscription to equity shares	-	72.00
Revenue from operations (including deducted from cost of property, plant and equipment)	107.40	41.49
Intermediate Holding Company		
Thermax Limited		
Subscription to equity shares	-	72.00
Revenue from operations (including deducted from cost of property, plant and equipment)	107.60	68.51

G Outstanding balances

Particulars	As at March 31, 2026	As at March 31, 2025
Immediate Holding Company		
First Energy Private Limited		
Trade payables	2.74	5.06
Other payable	-	6.04
Unsecured Loans (including accrued interest)	13.00	954.42
Entities under common control		
Thermax Babcock & Wilcox Energy Solutions Limited		
Trade Receivable	10.63	21.11
Intermediate Holding Company		
Thermax Limited		
Trade Receivable	10.62	11.24

H Terms and conditions

All outstanding balances are unsecured, interest free except for borrowings and payable in cash. For details of interest on borrowings, refer note 12.

The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

26 Financial risk management

The Company's principal financial liabilities, comprise borrowings, lease liabilities, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and cash equivalents, trade and other receivables that derive directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The Management of the Company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and price risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, diversification of assets in terms of geographical distribution, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a) 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 exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows :

Particulars	As at March 31, 2026	As at March 31, 2025
Variable rate borrowings	937.76	-

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. 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	February 1, 2024 to March 31, 2025
Interest rates - Increase by 25 basis points	(14.91)	-
Interest rates - Decrease by 25 basis points	13.99	-

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the period and hence not exposed to any foreign currency risk.

c) Price risk

The Company's investments are susceptible to market risk arising from uncertainties about future values of the investment securities. These securities are quoted. The Company manages the price risk through placing limits on individual and total equity/ mutual fund investments. Reports on the investment portfolio are submitted to the management on a regular basis. The Company is not currently exposed significantly to such risks.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is currently exposed to credit risk from its operating activities primarily trade receivables, deposits with banks and other financial instruments.

Expected credit loss for

Balances with Banks

Credit risk from balances with banks and financial institutions is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty.

Other financial assets carried at amortised cost

Company's exposure to other financial asset includes security deposits which is considered to be low risk. No loss allowance is required to be recognised for the same.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit ratings and risk of potential default based on defined credit risk parameters. An impairment analysis is performed based on expected credit loss model at each reporting date. Entire revenues of the Company is derived from related parties. Accordingly, all receivables are from group companies. The Company has assessed the credit risk to be negligible and accordingly the impact of expected credit loss is assessed as not material.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summaries the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

As at March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	56.91	79.49	87.94	744.38	968.72
Trade payables	11.93	-	-	-	11.93
Lease liabilities	5.69	11.37	11.94	149.96	178.96
Other financial liabilities	19.09	-	-	-	19.09

As at March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	954.42	-	-	-	954.42
Trade Payables	10.01	-	-	-	10.01
Lease liabilities	10.83	11.72	12.16	157.75	192.46
Other financial liabilities	80.57	-	-	-	80.57

Notes to the financial statements for the year ended on March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

27. Analytical ratios

S. No.	Particulars	Numerator	Denominator	As At March 31, 2026	As At March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current Assets	Current Liabilities	1.07	0.09	1136%	Refer note no. (i)
2	Debt-Equity Ratio	Total Debt	Shareholders' Equity	1.96	1.93	2%	Not applicable
3	Debt Service Coverage Ratio	Earnings available for debt service (Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt Service (Interest & Lease Payments + Principal Repayments)	1.32	1.66	-20%	Refer note no. (i)
4	Return on equity	Net Profits after taxes	Shareholder's Equity	1.86%	0.79%	136%	Refer note no. (ii)
5	Return on investment	Investment income	Average investment	4.73%	Not applicable	-	Not applicable
6	Return on capital employed	Earning before interest and taxes	Capital Employed	6.96%	2.58%	170%	Refer note no. (ii)
7	Net Profit Ratio	Net Profits after taxes	Revenue	4.20%	4.66%	-10%	Not applicable
8	Trade Receivables turnover Ratio	Total Sales	Accounts Receivable	8.02	2.50	221%	Not applicable
9	Trade payables turnover Ratio	Net Credit Purchases	Trade Payables	4.75	2.30	106%	Refer note no. (ii)
10	Net capital turnover Ratio	Total Sales	Working Capital	30.80	(0.08)	-38603%	Refer note no. (ii)

Capital employed = Tangible Net worth + total debt

Average = (Opening + Closing)/2

Note:

(i) Increase in external borrowing during the year impacted current ratio, debt equity coverage ratio.

(ii) Increase in revenue and expenses resulted in increase ratio of trade payable turnover ratio, return on capital employed, return on equity, net capital turnover ratio, trade receivables turnover ratio.

(iii) Return on investment ratio is not applicable in previous year hence comparative figure not available for variation calculation.

28. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings (including accrued interest)	950.76	954.42
Lease liabilities	62.47	67.55
Less: Cash and cash equivalents	(37.01)	(58.18)
Less: Other Bank Balance	(40.00)	-
Net debt	**936.22**	**963.79**
Equity	**484.75**	**475.72**
Net Debt to Equity	**1.93**	**2.03**

Note : There is no major change in net debt to equity

Loan Covenants

The borrower shall during the entire tenor of the Facility, ensure that Debt Service Coverage Ratio does not fall below 1.10:1

There is no breach of loan covenants during the year.

First Energy Nine Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

29. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment. Entire Revenue is derived from two customers of Group Companies.

30. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of accounting period		
- Principal amount (whether due or not) to micro and small enterprises	23.09	1.96
- Interest due thereon	1.55	-
The amount of interest paid by the Company 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 accounting period	-	-
The amount of payment made to the supplier beyond the appointed day during the period	12.02	3.27
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 period) but without adding the interest specified under the MSMED Act, 2006	0.14	0.05
The amount of interest accrued and remaining unpaid at the end of accounting period	1.69	0.05
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.	1.74	0.05

31. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current and previous year

(iv) There is no income surrendered or disclosed as income during the current period in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

a. 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

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

32. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

33. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements of record retention.

34. The Company was incorporated on February 01, 2024 . Therefore, comparative amounts are for the period February 01, 2024 to March 31, 2025.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of First Energy Nine Private Limited

Anjali Lothe
Director
DIN : 10134848

Sumit Rathi
Director
DIN: 07727272

Place : Pune
Date: April 29, 2026

First Energy 10 Private Limited

Board of Directors
Sumit Rathi
Sandeep Mandke
Anjali Lothe

Corporate Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune 411014

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
Srinivas Nukala, Chief Executive Officer
(w.e.f. September 9, 2025.)
Ekta Mohata, Chief Financial Officer
(w.e.f. September 9, 2025.)
Janhavi Sumant, Company Secretary
(w.e.f. September 9, 2025.)

Bankers
ICICI Bank Limited

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure to present the Second Annual Report, together with the audited financial statements of your company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	March 23, 2024 to March 31, 2025
Total income	70.55	1.53
Profit before finance cost, depreciation, and tax	46.32	(15.68)
Finance Cost	-	0.34
Profit before depreciation and tax	46.32	(16.02)
Depreciation and impairment	-	-
Profit/(Loss) before tax	46.32	(16.02)
Provision for taxation (incl. deferred tax)	7.63	-
Items that are not to be reclassified to profit or loss	-	-
Profit/(Loss) after tax	38.70	(16.02)

State of Company's Affairs

The Company was incorporated on March 23, 2024. It is proposed to set up a wind and solar captive project of ~240 MWp in Andhra Pradesh and Tamil Nadu connected to Central transmission utility.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves

During the year, the company has not transferred any amount to the General Reserve.

Share Capital

During the year there were changes in the capital structure of the Company. The Company has increased its authorized share capital from Rs. 20,00,00,000 (Rupees Twenty Crore) consisting of 2,00,00,000 (Two crore) Equity Shares of Rs. 10 each to Rs. 150,00,00,000 (Rupees One Hundred and fifty Crore) consisting of 15,00,00,000 (Fifteen crore) Equity Shares of Rs. 10 each. The increase in share capital was approved by the members of the Company in their Extra-Ordinary General Meeting held on July 24, 2025. The Paid-up Share Capital of the Company is Rs. 1,35,00,00,000 divided into 13,50,00,000 Equity Shares of Rs.10 each. During the year under review, the Company has made further issue of shares to the existing shareholders on rights basis. Details of the further issue of shares are as follows:

Date of Issue	Number of Shares	Nominal value per share (Rs.)	Amount paid up (Rs.)
19/05/2025	1,00,00,000	10	10,00,00,000
24/07/2025	11,50,00,000	10	1,15,00,00,000

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its renewable energy business and has drawn a mitigation plan to address the same –

- **Land Risk :** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources:** This type of risk involves risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also contracts competent local infra partners having experience and capability.
- **Renewable Sources and Grid Availability :** The major risk identified by the Company is generation loss due to lower radiation, and Grid failures. The Company continuously studies the radiation levels with historical

data from reliable sources. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.

- **Plant Uptime and Soiling Losses :** This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using water cleaning modules at regular frequency.
- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety. The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication : HSE Moment/Lessons Learnt : Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability, Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training : HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors.
- HSE Digitalisation : HSE digital software implemented for hazard reporting and risk behaviour reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sumit Rathi (DIN: 07727272) retires by rotation and being eligible offers, himself for re-appointment. The proposal for re-appointment forms part of the Notice of the second AGM of the Company.

During the year, the following changes took place in the Directors and Key Managerial Personnel(s) of the Company:

- Mr. Sumit Rathi (DIN: 07727272) was appointed as an Additional Director of the Company w.e.f. July 8, 2024. He was appointed as a Director of the Company w.e.f. July 17, 2025.
- Ms. Janhavi Sumant was appointed as the Company Secretary & Key Managerial Personnel (KMP), Ms. Ekta Mohata as Chief Financial Officer & KMP and Mr. Naga Hanumanth Srinivas Nukala as the Chief Executive Officer & KMP of the Company w.e.f. September 9, 2025.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance and of its individual Directors.

Board Meetings

During the year, the Board met five times on April 30, 2025, July 21, 2025, September 9, 2025, October 30, 2025 and January 21, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Director's Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026 the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026 and of the profit of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Board for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3) (h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 1 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar, Wind, and associated Renewable energy generation sources for commercial & industrial customers.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the company, will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive

it. Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant or material orders passed by the Regulators / Courts.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of onetime settlement with any Bank or Financial Institution.

Statutory auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five years from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work and support.

For and on behalf of the Board of Directors of
First Energy 10 Private Limited

Sumit Rathi	**Anjali Lothe**
Director	Director
DIN: 07727272	DIN: 10134848

Pune, April 29, 2026

First Energy 10 Private Limited

Annexure 1

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 24 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 10 Private Limited

Sumit Rathi	**Anjali Lothe**
Director	Director
DIN: 07727272	DIN: 10134848

Pune, April 29, 2026

Independent Auditor's Report

To the Members of First Energy 10 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy 10 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 30(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 30(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has not paid any remuneration to its directors during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654HMNVGT2269
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy 10 Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy 10 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654HMNVGT2269
Place: Pune
Date: May 04, 2026

First Energy 10 Private Limited

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy 10 Private Limited on the financial statements as of and for the year ended March 31, 2026

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 3(a) to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in three mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income taxes, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including goods and services tax and other statutory dues, as applicable, with the appropriate authorities. However, there are no arrears of statutory dues outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that the Company has utilised funds raised on short-term basis aggregating Rs. 10,857.91 Lakhs for long-term purposes.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received

during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year and had incurred cash losses of Rs. 16.02 Lakhs in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654HMNVGT2269
Place: Pune
Date: May 04, 2026

First Energy 10 Private Limited

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	75.10	-
Capital work in progress	3(a)	15,682.11	43.84
Right-of-use assets	3(b)	1,818.71	59.17
Financial assets			
(a) Other financial assets	4	4.00	-
Deferred tax assets (net)	5	-	-
Income tax assets (net)	6	-	0.15
Other non-current assets	7	7,274.66	0.09
Total non-current assets		**24,854.58**	**103.25**
Current assets			
Financial assets			
(a) Cash and cash equivalents	8	2,042.73	892.56
(b) Other financial assets	9	1.00	0.35
Other current assets	10	1,531.60	0.51
Total current assets		**3,575.33**	**893.42**
Total Assets		**28,429.92**	**996.67**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	13,500.00	1,000.00
Other equity	12	(121.11)	(36.31)
Total Equity		**13,378.89**	**963.69**
Non-current liabilities			
Financial liabilities			
(a) Lease liabilities	23	617.79	-
Total non-current liabilities		**617.79**	**-**
Current liabilities			
Financial liabilities			
(a) Borrowings	13	10,451.35	12.30
(b) Lease liabilities	23	40.94	-
(c) Trade payables	14		
i) total outstanding dues of micro enterprises and small enterprises		0.84	0.63
ii) total outstanding dues of creditors other than micro enterprises and small enterprises		4.15	2.75
(d) Other financial liabilities	15	3,870.89	2.23
Current tax liabilities	6	6.69	-
Other current liabilities	16	58.38	15.07
Total current liabilities		**14,433.24**	**32.98**
Total Equity and Liabilities		**28,429.92**	**996.67**

Summary of material accounting policies 2

The above Balance Sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date.

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	March 23, 2024 to March 31, 2025
Income			
Other income	17	70.55	1.53
Total Income		**70.55**	**1.53**
Expenses			
Finance costs	18	-	0.34
Depreciation and amortisation expense	19	-	-
Other Expenses	20	24.23	17.21
Total Expenses		**24.23**	**17.55**
Profit/(Loss) before tax		**46.32**	**(16.02)**
Tax expense			
Current tax expenses		7.63	-
Deferred tax		**-**	**-**
Profit / (Loss) for the year / period		**38.70**	**(16.02)**
Other comprehensive income		**-**	**-**
Total comprehensive income for the year / period		**38.70**	**(16.02)**
Earnings / (loss) per equity share			
Basic and Diluted (nominal value per share Rs 10)	21	0.05	(2.67)

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Statement of Profit and Loss referred in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 10 Private Limited

Sumit Rathi
Director
DIN : 07727272

Anjali Lothe
Director
DIN : 10134848

Srinivas Nukala
Chief Executive Officer

Ekta Mohata
Chief Financial Officer

Janhavi Sumant
Company Secretary

Place : Pune
Date : April 29, 2026

Statement of Cash flows for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the year ended March 31, 2026	March 23, 2024 to March 31, 2025
A)	**Cash flows from operating activities**		
	Profit / (Loss) before tax	46.32	(16.02)
	Adjustments for:		
	Finance costs	-	0.34
	Interest income	(9.95)	(1.53)
	Fair value gain on financial instrument at fair value through profit and loss (net)	(60.60)	-
	Working capital adjustments		
	(Increase) in other assets	(1,484.00)	(0.59)
	(Increase) in other financial assets	(5.00)	-
	Increase in trade payables	1.61	3.38
	Increase/ (decrease) in other financial liabilities	(0.96)	0.97
	Increase in other liabilities	43.31	15.07
	Cash generated from operations	**(1,469.27)**	**1.62**
	Income taxes paid	(0.64)	(0.15)
	Net cash (used in)/ generated from operating activities	**(1,469.91)**	**1.47**
B)	**Cash flows from investing activities**		
	Payments for property, plant and equipment	(18,908.07)	(42.45)
	Investments in mutual funds	(9,679.79)	-
	Proceeds from sale of mutual funds	9,740.39	-
	Interest income from financial assets at amortised cost	9.95	1.18
	Net cash used in investing activities	**(18,837.52)**	**(41.27)**
C)	**Cash flows from financing activities**		
	Proceeds from borrowings	3,757.92	12.00
	Repayment of borrowings	(39.00)	-
	Proceeds received under supplier finance arrangement (Buyers' line of credit)	6,684.34	-
	Proceeds from issue of equity shares	12,500.00	1,000.00
	Cost related to issue of own equity instruments	(123.50)	(20.29)
	Interest paid	(172.29)	(0.04)
	Payment of lease liabilities (inclusive of interest and principle)	(1,124.22)	(49.44)
	Initial direct cost pertaining to right-of-use assets	(25.65)	(9.87)
	Net cash generated from financing activities	**21,457.59**	**932.36**
	Net increase in cash and cash equivalents	**1,150.17**	**892.56**
	Cash and cash equivalents at the beginning of the year/ period	892.56	-
	Cash and cash equivalents at the end of the year/ period	**2,042.73**	**892.56**
	Non-cash financing and investing activities		
	- Acquisition of right-of-use assets	1,808.60	59.31

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

Particulars	March 31, 2026	March 31, 2025
Cash and cash equivalents (refer note 8)	2,042.73	892.56
Balances as per statement of Cash flows	**2,042.73**	**892.56**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer Note 12 for Net debt reconciliation.

The above Statement of Cash Flows should be read in conjunction with the accompanying notes

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 10 Private Limited

Sumit Rathi
Director
DIN : 07727272

Anjali Lothe
Director
DIN : 10134848

Srinivas Nukala
Chief Executive Officer

Ekta Mohata
Chief Financial Officer

Janhavi Sumant
Company Secretary

Place : Pune
Date : April 29, 2026

First Energy 10 Private Limited

Statement of changes in equity for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital

Particulars	Amount
As at March 23, 2024	**-**
Issued during the period	10,000.00
As at March 31, 2025	**10,000.00**
Issued during the year	3,500.00
As at March 31, 2026	**13,500.00**

B Other Equity

Particulars	Retained Earnings	Total
As at March 23, 2024		
Loss for the period	(16.02)	(16.02)
Other Comprehensive Income	-	-
Total Comprehensive income for the period	**(16.02)**	**(16.02)**
Cost related to issue of own equity instruments	(20.29)	(20.29)
As at March 31, 2025	**(36.31)**	**(36.31)**
Profit for the year	38.70	38.70
Other Comprehensive Income	-	-
Total Comprehensive income for the year	**2.39**	**2.39**
Cost related to issue of own equity instrument	-	123.50
As at March 31, 2026	**(121.11)**	**(121.11)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

This is the Statement of Changes in Equity referred in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 10 Private Limited

Sumit Rathi
Director
DIN : 07727272

Anjali Lothe
Director
DIN : 10134848

Srinivas Nukala
Chief Executive Officer

Ekta Mohata
Chief Financial Officer

Janhavi Sumant
Company Secretary

Place : Pune
Date : April 29, 2026

Notes to the financial statements for the year ended on March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1 Corporate information

First Energy 10 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on March 23, 2024 under the provisions of Indian Companies Act, 2013 is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business of producing solar and wind power.

The address of the Company's registered office is 7th Floor, fountainhead Tower 1, Viman Nagar, Pune - 411014 India. The Board of Directors have authorized to issue these financial statements on April 29, 2026. The CIN of the Company is U35100PN2024PTC229447.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied, unless otherwise stated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value;

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Borrowing costs

Where the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs eligible for capitalization are determined as the actual borrowing costs incurred on such specific borrowings during the period, less any investment income earned on the temporary investment of those borrowed funds pending their utilization on the qualifying asset; accordingly, the net borrowing costs, after deduction of such temporary investment income, are capitalized as part of the cost of the qualifying asset in accordance with IAS 23 – Borrowing Costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

b. Leases

Company as a lessee

The Company lease asset classes primarily consist of leasehold lands. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate standalone price of the non-lease components

c. Property, plant and equipment (PPE)

All items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15
Building	30	3 to 30

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as

appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Supplier finance arrangement:

Supplier finance arrangements entered into by the entity are characterised by one or more finance providers offering to pay amounts that an entity owes its suppliers and the entity agreeing to pay according to the terms and conditions of the arrangements at the same date as, or a date later than, when suppliers are paid. These arrangements provide the entity with extended payment terms, or the entity's suppliers with early payment terms, compared to the related invoice payment due date.

The Company derecognises the original trade payables/ financial liability when those payables become part of the supplier finance arrangement. The related liabilities under the supplier finance arrangement are presented within 'Borrowings',

because they represent financing obtained by the company and are sufficiently different from trade payables. All liabilities under the arrangement are classified as current, since they are required to be settled within 120-180 days from the date of the invoice.

For the purpose of the statement of cash flows, management has determined that the amounts are not part of the working capital used in the entity's principal revenue-producing activities, so it presents the cash outflows to settle the supplier finance liability in financing.

Management considers that the finance provider settles the invoices as a payment agent on behalf of the entity. The payments made by the finance provider are therefore presented as operating cash outflows and financing cash inflows in equal but opposite amounts at the point when the finance provider pays the supplier. When the company subsequently pays the amount outstanding to the finance provider, this is presented as a financing cash outflow.

2.3. Summary of other accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when the Company has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

Variable consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

b. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss. There are currently no debt securities which are carried at FVTPL.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows

Notes to the financial statements for the year ended on March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

c. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

d. Income recognition

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the statement of profit and loss.

e. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

f. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

g. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

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

are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

h. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of profit and loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

i. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

j. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

k. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

l. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

m. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

Borrowing costs

The determination of whether an asset qualifies as a qualifying asset for the purpose of capitalization of borrowing costs involves significant management judgement, including assessment of factors such as the period of time necessary to get the asset ready for its intended use or sale, the nature of activities required during the construction or development phase, and prevailing industry practices; in the Company's case, the construction of projects typically involves a period ranging from 6 months to 10 months, and management evaluates each project individually to determine eligibility for borrowing cost capitalization based on these criteria.

2.5. Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

Notes to the financial statements for the year ended on March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

As a result of implementing the amendment related to supplier finance arrangements, the Company has provided additional disclosures about its supplier finance arrangement (Please refer note 13).

The other amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3(a). Property, plant and equipment & Capital work-in-progress

Particulars	Freehold Land	Total	Capital Work in Progress
Gross carrying amount:			
As at March 23, 2024	**-**	**-**	-
Additions	-	-	43.84
Deduction	-	-	-
As at March 31, 2025	**-**	**-**	**43.84**
Additions	75.10	75.10	15,638.27
Deduction	-	-	-
As At March 31, 2026	**75.10**	**75.10**	**15,682.11**
Accumulated Depreciation			
As at March 23, 2024	**-**	**-**	**-**
For the period	-	-	-
Deduction	-	-	-
As at March 31, 2025	**-**	**-**	
For the year	-	-	-
Deduction	-	-	-
As At March 31, 2026	**-**	**-**	**-**
Net carrying amount:			
As At March 31, 2026	**75.10**	**75.10**	**15,682.11**
As at March 31, 2025	**-**	**-**	**43.84**

i) See note 22 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

ii) Capital work-in-progress(CWIP) comprises cost of renewable energy plant under construction.

Ageing of capital work-in-progress

Particulars / Projects	As at March 31, 2026				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress					
(i) 100 MW Solar project and 100MW wind project	15,638.27	43.84	-	-	15,682.11
Total	**15,638.27**	**43.84**	**-**	**-**	**15,682.11**

Particulars / projects	As at March 31, 2025				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress					
(i) 100 MW Solar project and 100MW wind project	43.84	-	-	-	43.84

Capitalization of expenses

During the year/period, the Company has capitalized the following expenses of revenue nature to the cost of Property, plant and equipment / Capital work-in-progress. Consequently, expenses disclosed under the respective notes are net off amounts capitalized.

Particulars	For the year ended March 31, 2026	March 23, 2024 to March 31, 2025
Interest expenses	161.08	-
Depreciation	49.06	0.14
Total	**210.14**	**0.14**

3(b). Right- of- use assets

Particulars	Lease hold land	Total
Gross carrying amount:		
As at March 23, 2024	**-**	-
Additions*	59.31	59.31
Deductions	-	-
As at March 31, 2025	**59.31**	**59.31**
Additions*	1,808.60	1,808.60
Deductions	-	-
As at March 31, 2026	**1,867.91**	**1,867.91**
Accumulated Depreciation		
As at March 23, 2024	**-**	**-**
Charge for the period	0.14	0.14
Deductions	-	-
As at March 31, 2025	**0.14**	**0.14**
Charge for the year	49.06	49.06
Deductions	-	-
As at March 31, 2026	**49.20**	**49.20**
Net Block		
As at March 31, 2026	**1,818.71**	**1,818.71**
As at March 31, 2025	**59.17**	**59.17**

*The company has taken land on lease which has been accounted in accordance with IND AS-116 -leases under right of use assets. It also includes initial direct costs incurred by the lessee amounting to Rs 25.65 lakhs. (March 31, 2025 - Rs 9.87 lakhs)

4. Other Financial Assets (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits	4.00	
Unsecured, considered good	4.00	-
Total	**4.00**	**-**

5. Deferred tax asset (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred Tax Asset		
Difference in WDV of Property, plant and equipment	2.27	-
Lease liabilities	165.78	-
	168.05	**-**
Deferred Tax Liability		
Right of use assets	168.05	-
Total	**-**	**-**

First Energy 10 Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follows:

Particulars	For the year ended March 31, 2026	March 23, 2024 to March 31, 2025
Net profit/ (loss) before tax	46.32	(16.02)
Income tax rate	25.17%	25.17%
Expected tax expense / (credit)	11.65	(4.02)
Deferred tax asset on losses not recognised	-	4.02
Current tax offset against previous year business loss on which DTA was not recognised	(4.02)	-
Total tax expense	**7.63**	**-**

6. Income tax assets/ (liabilities) (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	0.15	-
Add: Taxes paid during the year/ period	0.79	0.15
Less: Current tax payable for the year/period	(7.63)	-
Total	**(6.69)**	**0.15**

7. Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	7,274.66	-
Prepaid Expenses	-	0.08
Total	**7,274.66**	**0.09**

8. Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with Banks		
- in current accounts	50.51	57.56
- demand drafts on hand	42.22	135.00
- deposits with original maturity of less than three months	1,950.00	700.00
Total	**2,042.73**	**892.56**

9. Other financial assets (current)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest accrued but not due	-	0.35
Security deposit	1.00	-
Total	**1.00**	**0.35**

10. Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	76.02	0.19
Balance with government authorities	1,455.58	-
Advances to supplier	-	0.32
Total	**1,531.60**	**0.51**

11. Equity Share Capital

a. Authorised Equity Share Capital

Particulars	No. of shares	Amount
As at March 23, 2024	**-**	**-**
Increase during the period	20,000,000	2,000.00
As at March 31, 2025	**20,000,000**	**2,000.00**
Increase during the year	130,000,000	13,000.00
As at March 31, 2026	**150,000,000**	**15,000.00**

b. Issued, Subscribed and Paid up equity share capital

Particulars	No. of shares	Amount
As at March 23, 2024	**-**	**-**
Changes during the period	10,000,000	1,000.00
As at March 31, 2025	**10,000,000**	**1,000.00**
Changes during the year	125,000,000	12,500.00
As at March 31, 2026	**135,000,000**	**13,500.00**

c) Terms/Rights attached to the equity shares

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

d. Equity shares held by ultimate holding / holding company

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Immediate Holding company				
First Energy Private Limited (including 6 share held by nominee shareholder)	135,000,000	13,500.00	10,000,000	1,000.00
Equity shares of Rs 10 each				

e. Details of shareholders holding more than 5% of the aggregate shares in the Company:

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
First Energy Private Limited, India		
% Holding	100.00%	100.00%
No. of shares	135,000,000	10,000,000

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

f) Shares held by promoters

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited, India	13,50,00,000	100.00%	10,000,000	100.00%	-

g) Aggregate number of shares issued for consideration other than cash :

There are no shares issued for consideration other than cash or by way of bonus shares during the current year.

12. Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	(36.31)	-
Add : Profit/(Loss) for the year / period	38.70	(16.02)
	2.39	(16.02)
Cost related to issue of own equity instruments	(123.50)	(20.29)
Total	**(121.11)**	**(36.31)**

13. Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans	-	-
Buyers' line of credit	6,705.34	-
Unsecured loans		
Loan From holding company	3,746.01	12.30
Total	**10,451.35**	**12.30**
Aggregate secured borrowings	6,705.34	-
Aggregate unsecured borrowings	3,746.01	12.30

Details	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Buyers' line of credit	April 6, 2026 to August 24, 2026	120-180 days from invoice date	6.59% to 7.27%	6,705.34	-
Loan from Holding Company	November 3, 2026	1 year from date of payment	7.95%	3,746.01	-
Loan from Holding Company	December 10, 2025	1 year from date of payment	8.95%	-	11.30
Loan from Holding Company	October 28, 2025	1 year from date of payment	8.95%	-	1.00

Supplier finance arrangements

Buyer's credit arrangements are characterized by one or more finance providers offering to pay amounts that an entity owes its suppliers for purchases of property, plant and equipments. The entity agreeing to pay according to the terms and conditions of the arrangements at the same date as, or a date later than when suppliers are paid. These arrangements provide the entity with extended payment terms, compared to the related invoice payment due date.

Particulars	Range of payment due dates	March 31, 2026
Liabilities under supplier finance arrangement	120 - 180 days from invoice date	6,705.34
Comparable trade payables that are not part of the supplier finance arrangement (same line of business)	45-60 days from invoice date	3,870.88

Carrying amount of liabilities under supplier finance arrangement	March 31, 2026
Liabilities under supplier finance arrangement	6,705.34
Of which the supplier has received payment from the finance provider	6,705.34

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings (excluding supplier finanace arrangement)	(3,746.01)	(12.30)
Liabilities under supplier finanace arrangement (Buyers' line of credit)	(6,705.34)	-
Lease Liabilities	(658.73)	-
Cash and cash equivalents	2,042.73	892.56
Net (debt)/ cash position	**(9,067.35)**	**880.26**

Particulars	Other assets	Liabilities from financing activities			Total
	Cash & Cash equivalents	Borrowings excluding supplier finanace arrangement	Liabilities under supplier finanace arrangement	Lease Liabilities	
Net debt as at Mar 23, 2024	**-**	**-**	**-**	**-**	**-**
Cash flows	892.56	(12.00)	-	-	880.56
Interest capitalized	-	(0.34)	-	-	(0.34)
Interest paid	-	0.04	-	-	0.04
Net debt as at March 31, 2025	**892.56**	**(12.30)**	**-**	**-**	**880.26**
Cash flows	1,150.17	(3,718.92)	(6,684.34)		(9,253.09)
Interest capitalised	-	(17.96)	(101.89)	(41.23)	(161.08)
Interest paid	-	3.17	127.89	41.23	172.29
Prepayment of Interest classified as Prepaid expenses	-	-	(47.00)	-	(47.00)
Addition to leases	-	-	-	(1,782.95)	(1,782.95)
Lease Payment made	-	-	-	1,124.22	1,124.22
As At March 31, 2026	**2,042.73**	**(3,746.01)**	**(6,705.34)**	**(658.73)**	**(9,067.35)**

First Energy 10 Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

14. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (Refer note 30)	0.84	0.63
Total outstanding dues of creditors other than micro enterprises and small enterprises		
i) Related parties (Refer note 24)	0.28	-
ii) Others	3.87	2.75
Total	**4.99**	**3.38**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	0.84	-	-	-	-	-	0.84
(ii) Others	2.81	0.18	0.98	0.18	-	-	4.15
Total	**3.65**	**0.18**	**0.98**	**0.18**	**-**	**-**	**4.99**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	-	-	-	-	-	-	-
(ii) Others	0.63	-	-	-	-	-	0.63
(iii) Disputed dues — MSME	2.38	0.19	0.18	-	-	-	2.75
Total	**3.01**	**0.19**	**0.18**	**-**	**-**	**-**	**3.38**

15. Other financial liabilities (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Payable for property, plant and equipments (inclusive of payable to micro and small enterprises: Rs 23.98 lakhs)*	3,870.88	1.26
Employee related payables	0.01	-
Other payables	-	0.97
Total	**3,870.89**	**2.23**

*Acceptances of Rs 279 lakhs do not materially extend payment terms beyond those agreed with non-participating suppliers and only provide participating suppliers with the benefit of early payment. The Company also does not incur any additional interest cost to the bank on these amounts. Accordingly, these amounts are presented as payable for property, plant and equipment, as their nature and function are consistent with similar payables.

16. Other current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues payable	58.38	15.07
Total	**58.38**	**15.07**

17. Other Income

Particulars	For the year ended March 31, 2026	March 23, 2024 to March 31, 2025
Interest income from financial assets at amortised cost	9.95	1.53
Net Gain on Mutual Fund measured at fair value through profit or loss	60.60	-
Total	**70.55**	**1.53**

18. Finance Costs

Particulars	For the year ended March 31, 2026	March 23, 2024 to March 31, 2025
Interest and finance charges on financial liabilities measured at amortised cost		
- holding Company	17.96	0.34
- on letter of credit	101.89	-
Interest on lease liability	41.23	-
Less: Capitalized during the year	(161.08)	-
Total	**-**	**0.34**

19. Depreciation and amortisation expense

Particulars	For the year ended March 31, 2026	March 23, 2024 to March 31, 2025
Depreciation of right-of-use assets	49.06	0.14
Less: Capitalized during the year/ period	(49.06)	(0.14)
Total	**-**	**-**

20. Other Expenses

Particulars	For the year ended March 31, 2026	March 23, 2024 to March 31, 2025
Site Expenses	0.30	-
Advertisement and publicity	0.56	2.30
Rates and taxes	2.41	0.23
Rent paid	0.13	0.04
Legal and professional fees	5.88	12.83
Auditor's remuneration (Refer note below)	1.50	1.77
Miscellaneous expenses	13.45	0.04
Total	**24.23**	**17.21**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current period.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	March 23, 2024 to March 31, 2025
Statutory Audit Fees (Including GST)	1.50	1.77
Total	**1.50**	**1.77**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

20(A) : Lease Liabilities (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Lease liabilities	617.79	-
Total	**617.79**	**-**

20(B) : Lease Liabilities (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Lease liabilities	40.94	-
Total	**40.94**	**-**

21. Earnings / (loss) per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net profit/ (loss) attributable to the equity shareholders of the Company (In Rs. lakhs)	38.70	(16.02)
Weighted average number of equity shares of Rs. 10/- each	80,890,411	599,249
Basic and Diluted earnings / (loss) per share (in Rs.)	**0.05**	**(2.67)**

22. Contingent Liabilities and commitments

There are no liabilities of contingent nature.

Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Rs. 30,173.95 lakhs (March 31, 2025 - Nil).

23 Leasing Arrangements

Company as lessee

The Company has taken lands on leases for a tenure of 29 years. There are no variable lease payments and residual value guarantees for these leases.

Carrying amounts of lease liabilities and the movements during the period:

Particulars	As at March 31, 2026	As at March 31, 2025
At the beginning of the year/period	-	-
Addition/ (Deduction) during the year/ period	1,782.95	49.44
Accretion of interest	41.23	-
Payments made	(1,165.45)	(49.44)
As at end of the year/period	**658.73**	**-**
Current portion of lease liabilities	40.94	-
Non-current portion of lease liabilities	617.79	-
Total	**658.73**	**-**

Details of amounts recognised in 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	49.06	0.14
Interest expense on lease liabilities	41.23	0.04
Less: Capitalised during the year	(90.29)	(0.14)
Total amount recognised in statement of profit or loss	**-**	**0.04**

The total cash outflow for leases for the year was Rs. 1,191.10 Lakhs (March 31, 2025 was Rs. 49.44 Lakhs).

Extension and termination options are included in the leases entered into by the Company. These are used to maximise operational flexibility in terms of managing the assets used in the company's operations. The majority of extension options held are exercisable by the Company with mutual consent of the respective lessor. Lessor can not terminate the lease deed during the tenure of the Lease period.

24. Related party disclosures

A Immediate holding company

First Energy Private Limited

B Ultimate holding company

RDA Holding Private Limited

C Intermediate holding company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel:

1 Mr. Sumit Rathi- Additional director (w.e.f. July 8, 2024)

2 Mrs. Anjali Lothe - Director (w.e.f. March 23, 2024)

3 Mr. Sandeep Mandke - Director (w.e.f March 23, 2024)

4 Mr. Srinivas Nukala - Chief executive officer

5 Mrs.Ekta Mohata - Chief financial officer

6 Mrs. Janhavi Sumant - Company secretary (w.e.f. September 9, 2025)

E Transactions with Related parties:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
With Immediate Holding Company		
First Energy Private Limited		
Subscription for equity shares by holding company	12,500.00	1,000.00
Reimbursement of expenses paid	191.26	41.30
Interest on loans	17.96	0.34
Loan taken	3,757.92	12.00
Loan repaid	39.00	-
EPC project management fees	1,179.94	-
First Energy 8 Private Limited		
Reimbursement of expenses	0.25	-

F Outstanding balances

Particulars	As at March 31, 2026	As at March 31, 2025
Balances as at the year/ period end		
Immediate Holding Company		
First Energy Private Limited		
Payable for property, plant and equipment	183.56	-
Borrowings (Including interest accrued)	3,746.01	12.30
First Energy 8 Private Limited		
Other Payable	0.25	-

G Terms and conditions for outstanding balances

All outstanding balances are unsecured, interest free except for borrowings and payable in cash. For details of interest, refer note 13

The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

25. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payable	4.99	3.38
Borrowings	10,451.35	12.00
Other liabilities	3,870.89	2.53
Total	**14,327.23**	**17.91**
Current liabilities	14,327.23	17.91
Non current liabilities	-	-
Total	**14,327.23**	**17.91**

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	2,042.73	892.56
Other financial assets	5.00	0.35
Total	**2,047.73**	**892.91**
Current assets	2,043.73	892.91
Non-current assets	4.00	-
Total	**2,047.73**	**892.91**

The carrying value of cash and cash equivalents, other financial assets, trade payables, borrowings and other current liabilities are considered to be the same as their fair values, due to their short term nature.

26. Analytical ratios

Sr. No.	Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current Assets	Current Liabilities	0.25	27.09	-99%	Refer note (i) below
2	Debt-Equity Ratio	Total Debt	Shareholders' Equity	0.78	0.01	6173%	Refer note (i) below
3	Return on equity ratio	Net profit/ loss after taxes	Average Shareholder's Equity	0.54%	-1.66%	-132%	Refer note (ii) below
4	Return on investment	Investment income	Average Investment	4.95%	6.54%	-24.27%	Not applicable
5	Debt Service Coverage Ratio	"Earnings available for debt service (Net loss after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)"	Debt Service (Interest & Lease Payments + Principal Repayments)	0.03	-0.32	-111%	Refer note (ii) below
6	Trade payables turnover Ratio	Net Credit Purchases	Trade Payables	5.79	5.09	14%	Not applicable
7	Return on Capital employed	Earning before interest and taxes	Capital Employed	0.19%	-1.61%	-112%	Refer note (ii) below

Capital employed = Tangible Net worth

Note:

i) short-term borrowings from holding company and outstanding buyer's line of credit resulted in increase in current liability. This resulted in decrease in debt equity ratio.

ii) Gain from investment in mutual funds and interest income on fixed deposit resulted in increase in debt service coverage ratio, return on equity ratio, return on capital employed.

ii) Increase in ratio of return on equity and return on capital employed on account of increase in other income during the year resulted from higher investment in mutual funds.

Notes to the financial statements for the year ended on March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

27. Financial risk management

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and cash equivalents

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The management of the company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk, currency risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a) 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 does not have any exposure to interest rate changes at the end of the reporting period, currently as there is no borrowings with variable rates.

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the period hence not exposed to any foreign currency risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is currently exposed to credit risk from its investing activities, including deposits with banks.

Credit risk from balances with banks and financial institutions is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties. Identified impairment loss for the assets is immaterial.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2026 and March 31, 2025 is the carrying amounts as disclosed in notes to accounts.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

The Company has entered into a supplier finance arrangement. This has improved the company's working capital.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

As at March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	10,451.35	-	-	-	10,451.35
Lease liabilities	40.94	101.67	106.75	1,776.18	2,025.54
Trade Payables	4.99	-	-	-	4.99
Other financial liabilities	3,870.89	-	-	-	3,870.89

As at March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	12.00	-	-	-	12.00
Trade Payables	3.38	-	-	-	3.38
Other financial liabilities	2.53	-	-	-	2.53

28. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings (including accrued interest)	10,451.35	12.30
Lease liability	658.73	-
Less: Cash and cash equivalents	(2,042.73)	(892.56)
Net Debt to Equity/ (Net cash position)	**9,067.35**	**(880.26)**
Equity	13,378.89	963.69
Net Debt to Equity	**0.68**	**(0.91)**

Net debt to equity has increased on account of increase in debt during the year.

29. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment.

30. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

First Energy 10 Private Limited

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises*	24.82	0.63
- Interest due thereon	0.03	-
The amount of interest paid by the Company 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	-	-
The amount of payment made to the supplier beyond the appointed day during the year	598.05	0.95
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	0.97	0.02
The amount of interest accrued and remaining unpaid at the end of each accounting year	1.00	0.02
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.	1.03	0.02

31. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the year or prior period.

(iv) There is no income surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current year or prior period.

(viii) Utilisation of borrowed funds and share premium
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:

a. 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

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

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

a. 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

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

32. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

33. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 10 Private Limited

Sumit Rathi
Director
DIN : 07727272

Anjali Lothe
Director
DIN : 10134848

Srinivas Nukala
Chief Executive Officer

Ekta Mohata
Chief Financial Officer

Janhavi Sumant
Company Secretary

Place : Pune
Date : April 29, 2026

First Energy 11 Private Limited

Board of Directors
Sumit Rathi
Sandeep Mandke
Anjali Lothe
Sanjay Parande (w.e.f. April 21, 2026.)
Ashok Joshi (w.e.f. April 21, 2026.)

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel
Amit Jadhav, Chief Executive Officer
(w.e.f. January 21, 2026.)
Mrunal Jungade , Chief Financial Officer
(w.e.f. January 21, 2026.)
Anny Chelani , Company Secretary
(w.e.f. January 21, 2026.)

Bankers
ICICI Bank Limited
Central Bank of India
Yes Bank Limited

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure to present the Second Annual Report, together with the audited financial statements of your company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	July 29, 2024 to March 31, 2025
Total income	49.22	-
Profit before finance cost, depreciation, and tax	35.98	(2.97)
Finance Cost	-	-
Profit before depreciation and tax	35.98	(2.97)
Depreciation and impairment	-	-
Profit/(Loss) before tax	35.98	(2.97)
Provision for taxation (incl. deferred tax)	-	-
Items that are not to be reclassified to profit or loss	-	-
Profit/(Loss) after tax	35.98	(2.97)

State of Company's Affairs

The Company was incorporated on July 29, 2024. It is proposed to set up a wind solar hybrid captive project of ~70 MW in Gujarat.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves

During the year, the company has not transferred any amount to the General Reserve.

Share Capital

During the year there were changes in the capital structure of the Company. The Company has increased its authorized share capital from Rs. 1,00,000 (Rupees One lakh) consisting of 10,000 (Ten thousand) Equity Shares of Rs. 10 each to Rs. 84,00,00,000 (Rupees Eighty four Crore) consisting of 8,40,00,000 (Eight crore forty lakh) Equity Shares of Rs. 10 each and then to Rs. 2,00,00,00,000 (Rupees Two hundred crore) consisting of 20,00,00,000 (Twenty crore) Equity Shares of Rs. 10 each. The increase in share capital was approved by the members of the Company in their Extra-Ordinary General Meeting held on May 30, 2025 and September 19, 2025 respectively. The Paid-up Share Capital of the Company is Rs. 1,22,08,70,000 divided into 12,20,87,000 Equity Shares of Rs.10 each. During the year under review, the Company has made further issue of shares on rights and private placement basis.

Details of the further issue of shares on rights basis are as follows:

Date of Issue	Number of Shares	Nominal value per share (Rs.)	Amount (Rs.)
05/06/2025	8,39,90,000	10	83,99,00,000

Details of the further issue of shares on private placement basis are as follows:

Date of issue	Name of the allottee	Number of shares allotted	Nominal value per Share (Rs.)	Amount (Rs.)
29/09/2025	Garden Silk Mills Private Limited	3,45,87,000	10	34,58,70,000
29/09/2025	Transpek Industry Limited	35,00,000	10	3,50,00,000

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its renewable energy business and has drawn a mitigation plan to address the same –

- **Land Risk :** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land

expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.

- **Risk of Right of Way (RoW) and Resources:** This type of risk involves risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also contracts competent local infra partners having experience and capability.
- **Renewable Sources and Grid Availability :** The major risk identified by the Company is generation loss due to lower radiation, and Grid failures. The Company continuously studies the radiation levels with historical data from reliable sources. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- **Plant Uptime and Soiling Losses :** This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using water cleaning modules at regular frequency.
- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

Health and Safety

Across all its operational assets, sites and offices, the Company implements policies that covers Health and safety. The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication : HSE Moment/Lessons Learnt : Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability, Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training : HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors.
- HSE Digitalisation : HSE digital software implemented for hazard reporting and risk behaviour reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sumit Rathi (DIN: 07727272) retires by rotation and being eligible offers, himself for re-appointment. The proposal of re-appointment forms part of the Notice of the Second AGM of the Company.

During the year, Ms. Anny Chelani was appointed as the Company Secretary & Key Managerial Personnel (KMP), Ms. Mrunal Jungade as Chief financial Officer & KMP and Mr. Amit Jadhav as the Chief Executive Officer & KMP of the Company w.e.f. January 21, 2026.

Board Meetings

During the year, the Board met six times on April 30, 2025, June 4, 2025, July 15, 2025, September 17, 2025, October 29, 2025 and January 21, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Director's Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026 the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026 and of the profit of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Board for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3) (h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 1 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar, Wind, and associated Renewable energy generation sources for commercial & industrial customers.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the company, will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company secretary. The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant or material orders passed by the Regulators / Courts.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of onetime settlement with any Bank or Financial Institution.

Statutory Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five years from the conclusion of the 1st Annual General Meeting (AGM) till the conclusion of the 6th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work and support.

For and on behalf of the Board of Directors of
First Energy 11 Private Limited

Sumit Rathi
Director
DIN: 07727272

Anjali Lothe
Director
DIN: 10134848

Pune, April 21, 2026

First Energy 11 Private Limited

Annexure 1

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 24 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 11 Private Limited

Sumit Rathi
Director
DIN: 07727272

Anjali Lothe
Director
DIN: 10134848

Pune, April 21, 2026

Independent Auditor's Report

To the Members of First Energy 11 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy 11 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 32(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 32(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has not paid any remuneration to its directors during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654FLXEGF2134
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy 11 Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy 11 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654FLXEGF2134
Place: Pune
Date: May 04, 2026

First Energy 11 Private Limited

Annexure B to Independent Auditor's Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy 11 Private Limited on the financial statements as of and for the year ended March 31, 2026

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

i. (a) (A) The Company does not have any Property, Plant and Equipment and accordingly, reporting under clause 3(i)(a)(A), 3(i)(b) and 3(i)(d) of the Order is not applicable to the Company.

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Company does not own any immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in the favour of the lessee) (Refer Note 3 to the financial statements). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.

(c) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions on the basis of security of current assets and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in three mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income taxes, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including goods and services tax and other statutory dues, as applicable, with the appropriate authorities. However, there are no arrears of statutory dues outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained, except for the following cases:

Nature of the fund raised	Name of the lender	Pending utilisation of term loan (Amount in Lakhs)	Purpose for which amount was sanctioned	Purpose for which amount was utilised	Remarks
Term Loan	Central Bank of India	1,207.29	For payment to capital expense vendor and for repayment of promoter's loan	Amount yet to be utilised kept in current account and fixed deposit	The term loan was raised towards the end of the year.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that the Company has utilised funds raised on short-term basis aggregating Rs. 40,093.89 Lakhs for long-term purposes.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has made a private placement of shares during the year, in compliance with the requirements of Section 42 and Section 62 of the Act. The funds raised have been used for the purpose for which funds were raised

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting

under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year and had incurred cash losses of Rs. 2.97 lakhs in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654FLXEGF2134
Place: Pune
Date: May 04, 2026

First Energy 11 Private Limited

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Right-of-use assets	3	1,924.26	-
Capital work-in-progress	3	60,275.61	-
Financial assets			
(a) Other financial assets	4	-	0.10
Income tax assets (net)	5	0.62	-
Other non-current assets	6	3,387.38	-
Total non -current assets		**65,587.87**	**0.10**
Current assets			
Financial assets			
(a) Cash and cash equivalents	7	1,492.93	0.34
(b) Other financial assets	8	7.76	-
Other current assets	9	135.25	0.16
Total current asseets		**1,635.94**	**0.50**
Total Assets		**67,223.81**	**0.60**
Equity and Liabilities			
Equity			
Equity share capital	10	12,208.70	1.00
Other equity	11	(159.24)	(2.97)
Total Equity		**12,049.46**	**(1.97)**
Non-current liabilities			
Financial liabilities			
(a) Borrowings	12	11,869.61	-
(b) Lease liabilities	23	1,574.91	-
Total non-current liabilities		**13,444.52**	**-**
Current liabilities			
Financial liabilities			
(a) Borrowings	13	20,121.45	-
(b) Trade and other payables	14		
i) total outstanding dues of micro enterprises and small enterprises		1.32	0.63
ii) total outstanding dues of creditors other than micro enterprises and small enterprises		4.24	1.73
(c) Other financial liabilities	15	21,483.17	-
Other current liabilities	16	119.65	0.21
Total current liabilities		**41,729.83**	**2.57**
Total Equity and Liabilities		**67,223.81**	**0.60**

Summary of material accounting policies 2

The above Balance Sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	July 29, 2024 to March 31, 2025
Income			
Other income	17	49.22	-
Total Income		**49.22**	**-**
Expenses			
Finance costs	18	-	-
Depreciation expense	19	-	-
Other Expenses	20	13.24	2.97
Total Expenses		**13.24**	**2.97**
Profit/(loss) before tax		**35.98**	**(2.97)**
Tax expense			
Current tax		**-**	**-**
Profit / (loss) for the year/ period		**35.98**	**(2.97)**
Total other comprehensive income for the year/ period		**-**	**-**
Total comprehensive income/ (loss) for the year/ period		**35.98**	**(2.97)**
Loss per equity share			
Basic and Diluted (nominal value per share Rs 10)		0.04	(29.67)
Summary of material accounting policies	2		

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Statement of Profit and Loss referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 11 Private Limited

Sumit Rathi
Director
DIN : 07727272

Anjali Lothe
Director
DIN : 10134848

Amit Jadhav
Chief Executive Officer

Mrunal Jungade
Chief Financial Officer

Anny Chelani
Company Secretary

Place : Pune
Date: April 21, 2026

Statement of Cash flow for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the year ended March 31, 2026	July 29, 2024 to March 31, 2025
A)	**Cash flows from operating activities**		
	Loss before tax	35.98	(2.97)
	Adjustments to reconcile profit before tax to net cash flows		
	Interest income	(6.18)	-
	Fair value gain on financial instrument at fair value through profit and loss (net)	(43.04)	-
	Working capital adjustments		
	Increase in other current libilities	119.44	0.21
	Increase in other financial assets	(7.66)	(0.10)
	Increase in other assets	(135.09)	(0.16)
	Increase in trade payables	3.21	2.36
	Increase in other financial liabilities	0.09	-
	Cash generated from operations	**(33.25)**	**(0.66)**
	Direct taxes paid	(0.62)	-
	Net cash flows from operating activities	**(33.87)**	**(0.66)**
B)	**Cash flows used in investing activities**		
	Purchase of property, plant and equipment	(41,552.70)	-
	Investment in mutual fund	(8,189.59)	-
	Proceeds from sale of mutual fund	8,232.63	-
	Interest and dividend received	6.18	-
	Net cash used in investing activities	**(41,503.48)**	**-**
C)	**Cash flows from financing activities**		
	Proceeds from borrowings	35,132.97	-
	Repayment of borrowings (excluding supplier finance arrangement)	(12,406.43)	-
	Proceeds from supplier finance arrangement	17,989.65	-
	Repayments under a supplier finance arrangement	(8,929.99)	-
	Proceeds from issue of equity shares	12,207.70	1.00
	Cost related to issue of Own Equity Instruments	(192.25)	-
	Payment of lease liability (Principal)	(326.99)	-
	Initial direct cost pertaining to right-of-use assets	(60.58)	-
	Interest paid	(384.14)	-
	Net cash flows from financing activities	**43,029.94**	**1.00**
	Net increase in cash and cash equivalents	**1,492.59**	**0.34**
	Cash and cash equivalents at the beginning of the year/ period	0.34	-
	Cash and cash equivalents at the end of the year/ period	**1,492.93**	**0.34**
	Non-cash investing activities		
	- Acquisition of right-of-use assets	1,962.48	

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

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	1,492.93	0.34
Balances as per Cash flow statement	**1,492.93**	**0.34**

Summary of material accounting policies

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer Note 10 for Net debt reconciliation

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

This is the Statement of Cash Flows referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 11 Private Limited

Sumit Rathi
Director
DIN : 07727272

Anjali Lothe
Director
DIN : 10134848

Amit Jadhav
Chief Executive Officer

Mrunal Jungade
Chief Financial Officer

Anny Chelani
Company Secretary

Place : Pune
Date: April 21, 2026

First Energy 11 Private Limited

Statement of changes in equity for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital

Equity Shares of 10 each issued, subscribed and fully paid	No. of Shares	Amount
As at July 29, 2024	**-**	**-**
Issued during the period	10,000	1.00
As at March 31, 2025	**10,000**	**1.00**
Issued during the period	122,077,000	12,207.70
As at March 31, 2026	**122,087,000**	**12,208.70**

B Other Equity

Particulars	Retained Earnings	Total
As at July 29, 2024	**-**	**-**
Profit/ (Loss) for the period	(2.97)	(2.97)
Other comprehensive loss for the period	-	-
Total Comprehensive Loss for the year	**(2.97)**	**(2.97)**
Cost related to issue of own equity instruments	-	-
As at March 31, 2025	**(2.97)**	**-**
Profit/ (Loss) for the period	35.98	35.98
Other comprehensive loss for the period	-	-
Total Comprehensive Loss for the year	**35.98**	**35.98**
Cost related to issue of own equity instruments	(192.25)	(192.25)
As at March 31, 2026	**(159.24)**	**(159.24)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

This is Statement of Changes in Equity referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 11 Private Limited

Sumit Rathi
Director
DIN : 07727272

Anjali Lothe
Director
DIN : 10134848

Amit Jadhav
Chief Executive Officer

Mrunal Jungade
Chief Financial Officer

Anny Chelani
Company Secretary

Place : Pune
Date: April 21, 2026

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1 Corporate information

First Energy 11 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on July 29, 2024 under the provisions of Indian Companies Act, 2013 is a subsidiary of First Energy Private Limited. The Company is primarily engaged in business as a producer of energy from renewable sources.

The address of the Company's registered office is 7th Floor, fountainhead Tower 1, Viman Nagar, Pune - 411014 India. The Board of Directors have authorized to issue these financial statements on April 21, 2026. The CIN of the Company is U35100PN2024PTC233096.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied, unless otherwise stated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value (refer accounting policy regarding financial instruments);

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Borrowing costs

Where the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs eligible for capitalization are determined as the actual borrowing costs incurred on such specific borrowings during the period, less any investment income earned on the temporary investment of those borrowed funds pending their utilization on the qualifying asset; accordingly, the net borrowing costs, after deduction of such temporary investment income, are capitalized as part of the cost of the qualifying asset in accordance with IAS 23 – Borrowing Costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

b. Leases

Company as a lessee

The Company lease asset classes primarily consist of leasehold lands. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate standalone price of the non-lease components.

c. Property, plant and equipment including capital work-in-progress (PPE)

All items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15
Building	30	3 to 30

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Supplier finance arrangement:

Supplier finance arrangements entered into by the entity are characterised by one or more finance providers offering to pay amounts that an entity owes its suppliers and the entity agreeing to pay according to the terms and conditions of the arrangements at the same date as, or a date later than, when suppliers are paid. These arrangements provide the entity with extended payment terms, or the entity's suppliers with early payment terms, compared to the related invoice payment due date.

The Company derecognises the original trade payables/ financial liability when those payables become part of the supplier finance arrangement. The related liabilities under the supplier finance arrangement are presented within 'Borrowings',

because they represent financing obtained by the company and are sufficiently different from trade payables. All liabilities under the arrangement are classified as current, since they are required to be settled within 120-180 days from the date of the invoice.

For the purpose of the statement of cash flows, management has determined that the amounts are not part of the working capital used in the entity's principal revenue-producing activities, so it presents the cash outflows to settle the supplier finance liability in financing.

Management considers that the finance provider settles the invoices as a payment agent on behalf of the entity. The payments made by the finance provider are therefore presented as operating cash outflows and financing cash inflows in equal but opposite amounts at the point when the finance provider pays the supplier. When the company subsequently pays the amount outstanding to the finance provider, this is presented as a financing cash outflow.

2.3. Summary of other accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when the Company has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

Variable consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

b. Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss. There are currently no debt securities which are carried at FVTPL.

c. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Financial assets

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

d. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

d. Property, plant and equipment (PPE)

All items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

e. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

f. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

g. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

h. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of profit or loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

i. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

j. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

k. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

l. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

m. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.5. Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the accompanying disclosures including contingent liabilities as at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are also described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Judgments and assumptions

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements:

Borrowing costs

The determination of whether an asset qualifies as a qualifying asset for the purpose of capitalization of borrowing costs involves significant management judgement, including assessment of factors such as the period of time necessary to get the asset ready for its intended use or sale, the nature of activities required during the construction or development phase, and prevailing industry practices; in the Company's

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

case, the construction of projects typically involves a period ranging from 6 months to 10 months, and management evaluates each project individually to determine eligibility for borrowing cost capitalization based on these criteria.

2.6. Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

As a result of implementing the amendment related to supplier finance arrangements, the Company has provided additional disclosures about its supplier finance arrangement (Please refer note 13).

The other amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3. Capital work in progress

Capital work in progress (CWIP) comprises cost of renewable energy plant under construction. Total amount of CWIP is Rs 60,275.61 lakhs.

Ageing of capital work-in-progress

Parrticular/Projects	As at March 31, 2026				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress					
70 MW Hybrid project	60,275.61	-	-	-	60,275.61
Total	**60,275.61**	**-**	**-**	**-**	**60,275.61**

There are no projects whose completion is overdue or has exceeded its cost compared to its original plan.

Capitalization of expenses

During the year, the Company has capitalized the following expenses of revenue nature to the cost of Capital work-in-progress. Consequently, expenses disclosed under the respective notes were net of amounts capitalized by the Company.

Particulars	As at March 31, 2026	As at March 31, 2025
Interest cost	589.00	-
Depreciation and amortisation	38.22	-
Total	**627.22**	**-**

3(b). Right- of- use assets

Particulars	Right of use asset	Total
As at March 31, 2025	**-**	**-**
Additions*	1,962.48	1,962.48
Deduction	-	-
As at March 31, 2026	**1,962.48**	**1,962.48**
Accumulated depreciation and impairment		**-**
As at March 31, 2025	**-**	**-**
For the Period	38.22	38.22
As at March 31, 2026	**38.22**	**38.22**
Net carrying amount:		
As at March 31, 2026	**1,924.26**	**1,924.26**

*Inclusive of initial direct costs incurred by the lessee amounting to Rs 60.58 lakhs.

The Company has taken lands on lease which has been accounted in accordance with Ind AS 116-Leases under right of use assets. Refer note 23 for further disclosure on leases.

4. Other Financial Assets (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits		0.10
Unsecured, considered good	-	0.10
Total	**-**	**0.10**

* Held as lien against bank guarantee given

5. Non-current tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	**-**	**-**
Add: Taxes paid during the year/ period	0.62	-
Less: Current tax payable for the year/ period	-	-
Total	**0.62**	**-**

6. Other assets (non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	3,387.38	-
Total	**3,387.38**	**-**

There were no advances due by directors or other officers of the company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a member.

7. Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- in current accounts	1,492.93	0.34
Total	**1,492.93**	**0.34**

First Energy 11 Private Limited

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

8. Other financial assets (current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits	7.76	-
Total	**7.76**	**-**

9. Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured considered good		
Advance to Employee	0.45	-
Prepaid expenses	116.66	0.16
Balance with government authorities	18.14	-
Total	**135.25**	**0.16**

There were no advances due by directors or other officers of the company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a member.

10. Share Capital

a. Authorised Equity Share Capital

Particulars	No. of shares	Amount
As at July 29, 2024	**-**	**-**
Increased during the period	10,000	1.00
As at March 31, 2025	**10,000**	**1.00**
Increased during the year	199,990,000	19,999.00
As at March 31, 2026	**200,000,000**	**20,000.00**

b. Issued, Subscribed and Paid up equity share capital

Equity shares of ₹ 10 each

Particulars	No. of shares	₹ in Lakhs
As at July 29, 2024		
Changes during the period	10,000	1.00
As at March 31, 2025	**10,000**	**1.00**
Changes during the year	122,077,000	12,207.70
As at March 31, 2026	**122,087,000**	**12,208.70**

c) Terms/Rights attached to the equity shares

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

d) Equity shares held by ultimate holding / holding company

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Private Limited (Including 6 Shares held by nominee shareholders)	84,000,000	8,400.00	10,000	1.00
(Equity shares of Rs. 10 each)				

e. Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited, India		
% Holding	68.80%	100.00%
No. of shares	84,000,000	10,000
(ii) Garden Silk Mills Private Limited		
% Holding	28.33%	-
No. of shares	34,587,000	-

f. Shares held by promoters at the end of the period

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited	8,40,00,000	68.80%	10,000	100.00%	-31.20%

g) Aggregate number of shares issued for consideration other than cash :

There are no shares issued for consideration other than cash or by way of bonus shares during the current or previous year.

11. Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained Earnings		
Opening Balance	(2.97)	-
Add : Profit/ (Loss) for the period	35.98	(2.97)
	33.01	(2.97)
Cost related to issue of Own Equity Instruments	(192.25)	-
Total	**(159.24)**	**(2.97)**

12. Non-current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans from Bank		
Indian rupee loans from bank*	11,869.61	-
Less: Current maturities of long-term debts	-	-
(included in current borrowings)		
Total	11,869.61	-
* After considering unamortised expense of Rs. 128.00 lakhs		
Aggregate secured borrowings	11,869.61	-
Aggregate unsecured borrowings	-	-

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from Central Bank of India	September 30, 2047	Repayable in 80 structured quarterly instalments from September 30, 2027	MCLR 1 month +0.2%	11,869.61	-

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Details of Security

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the Company (present and future) including but not limited to book debts, operating cash flows, intangible assets including goodwill and uncalled capital, intellectual property, both present and future, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the Company held by the Holding Company.

13. Current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans		
Buyers' line of credit	9,184.36	-
Unsecured loans		
From Holding Company	10,937.09	-
Total	**20,121.45**	**-**
Aggregate secured borrowings	9,184.36	-
Aggregate unsecured borrowings	10,937.09	-

Details	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Buyers' line of credit	April 6, 2026 to September 2, 2026	120-180 days	6.25% to 6.78%	9,184.36	-
Loan from Holding Company	09/10/2026	On or before maturity date	8.15%	3,420.33	-
Loan from Holding Company	December 1, 2026	On or before maturity date	8.15%	7,516.76	-

During the year, the Company has used all the borrowings for specific purpose for which they have been obtained.

Buyer's line of credit

Buyer's credit arrangements are characterized by one or more finance providers offering to pay amounts that an entity owes its suppliers for purchases of property, plant and equipments. The entity agreeing to pay according to the terms and conditions of the arrangements at the same date as, or a date later than when suppliers are paid. These arrangements provide the entity with extended payment terms, compared to the related invoice payment due date.

Particulars	Range of payment due dates	March 31, 2026
Liabilities under supplier finance arrangement (Buyer's line of credit)	120 - 180 days from invoice date	9,184.4
Comparable trade payables that are not part of the supplier finance arrangement (same line of business)	45-60 days from the invoice date	21,483.08

Particulars	March 31, 2026
Liabilities under supplier finance arrangement (Buyer's line of credit)	9,184.36
Of which the supplier has received payment from the finance provider	9,184.36

Net debt reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings (excluding supplier finanace arrangement)	(22,806.70)	-
Liabilities under supplier finanace arrangement (Buyers' line of credit)	(9,184.36)	-
Lease Liabilities	(1,574.91)	-
Cash and cash equivalents	1,492.93	-
Net Debt	**(32,073.04)**	**-**

Particulars	Other assets	Liabilities from financing activities			Total
	Cash & cash equivalents	Borrowings excluding supplier finanace arrangement	Liabilities under supplier finanace arrangement	Lease Liabilities	
Net debt as at March 31, 2025	**0.34**	**-**	**-**	**-**	**0.34**
Cash flows	1,492.59	(22,726.54)	(9,059.66)	-	(30,293.61)
Addition to leases	-	-	-	(1,901.90)	(1,901.90)
Interest Cost (capitalised)	-	(313.35)	(198.04)	(77.61)	(589.00)
Interest paid	-	233.19	73.34	77.61	384.14
Lease Payment made	-	-	-	326.99	326.99
As At March 31, 2026	**1,492.93**	**(22,806.70)**	**(9,184.36)**	**(1,574.91)**	**(32,073.04)**

14. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (Refer note 31)	1.32	0.63
Total outstanding dues of creditors other than micro enterprises and small enterprises		
i) Related parties (Refer note 24)	1.60	-
ii) Others	2.65	1.73
Total	**5.57**	**2.36**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	1.27	-	0.05	-	-	-	1.32
(ii) Others	1.61	-	2.64	-	-	-	4.25
Total	**2.88**	**-**	**2.69**	**-**	**-**	**-**	**5.57**

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	0.63	-	-	-	-	-	0.63
(ii) Others	1.73	-	-	-	-	-	1.73
Total	**2.36**	**-**	**-**	**-**	**-**	**-**	**2.36**

15. Other financial liabilities (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Payable for property, plant and equipment (Inclusive of payable to micro and small enterprises Rs 7.81 lakhs)*	21,483.08	-
Other payables	0.09	
Total	**21,483.17**	**-**

*Acceptances of Rs 8,812 lakhs do not materially extend payment terms beyond those agreed with non-participating suppliers and only provide participating suppliers with the benefit of early payment. The Company also does not incur any additional interest cost to the bank on these amounts. Accordingly, these amounts are presented as payable for property, plant and equipment, as their nature and function are consistent with similar payables.

16. Other current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues payable*	119.65	0.21
Total	**119.65**	**0.21**

*Mainly includes tax deducted at source and GST

16a. Lease Liabilities (Non-current)

Particulars	As at March 31, 2026	As at March 31, 2025
Lease liabilities (Refer note 23)	1,574.91	-
Total	**1,574.91**	**-**

*M

17. Other Income

Particulars	For the year ended March 31, 2026	July 29, 2024 to March 31, 2025
Interest income from financial assets at amortised cost	6.18	-
Net Gain on Mutual Fund measured at fair value through profit or loss	43.04	-
Total	**49.22**	**-**

18. Finance Costs

Particulars	For the year ended March 31, 2026	July 29, 2024 to March 31, 2025
Interest expense on financial liabilities measured at amortised cost		
- to bank	216.78	-
- to holding company	294.61	-
Interest on lease liability	77.6	-
Less: Capitalized during the year	(589.00)	-
Total	**-**	**-**

Since the borrowings were specifially for the purpose of obtaining and construction of qualifying assets, borrowing cost has been capitalised at actual.

19. Depreciation Expense

Particulars	For the year ended March 31, 2026	July 29, 2024 to March 31, 2025
Amortization of right-of-use assets	38.22	-
Less: Capitalized during the year	(38.22)	-
Total	**-**	**-**

20. Other Expenses

Particulars	For the year ended March 31, 2026	July 29, 2024 to March 31, 2025
Rates and taxes	3.11	0.25
Legal and professional fees	7.03	0.95
Auditor's remuneration (Refer note below)	1.77	1.77
Miscellaneous expenses	1.33	-
Total	**13.24**	**2.97**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current period.

Note: Auditor's remuneration

Particulars	For the year ended March 31, 2026	July 29, 2024 to March 31, 2025
As Auditor		
Statutory Audit Fees (Including GST)	1.77	1.77
Total	**1.77**	**1.77**

21. Earnings / (loss) per share

Particulars	For the year ended March 31, 2026	July 29, 2024 to March 31, 2025
Net Profit / (Loss) attributable to the equity shareholders of the Company	35.98	(2.97)
Weighted average number of Equity shares of Rs.10/- each	89,516,488	10,000
Basic and Diluted earnings/ (loss) per share	**0.04**	**(29.70)**

Notes to the Financial Statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

22. Contingent Liabilities and commitments

There are no liabilities of contingent nature.

Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Rs. 23,207.48 lakhs (March 31, 2025 - Rs Nil).

23 Leasing Arrangements

Company as lessee

The Company has taken lands on leases for a tenure of 29 years. There are no variable lease payments and residual value guarantees for these leases.

Carrying amounts of lease liabilities and the movements during the year:

Particulars	As at March 31, 2026
At the beginning of the year	-
Additions	1,901.90
Accretion of interest	77.61
Payments made	(404.60)
As at end of the year	**1,574.91**
Current portion of lease liabilities	-
Non-current portion of lease liabilities	1,574.91
Total	**1,574.91**

Details of amounts recognised in statement of profit and loss

Particulars	For the year ended March 31, 2026
Depreciation expense of right-of-use assets	38.22
Interest expense on lease liabilities	77.61
Less: Capitalised during the year	(38.22)
Total amount recognised in statement of profit or loss	**77.61**

The total cash outflow for leases for the year was Rs. 465.18 lakhs

Extension and termination options are included in the leases entered into by the Company. These are used to maximise operational flexibility in terms of managing the assets used in the company's operations. The majority of extension options held are exercisable by the Company with mutual consent of the respective lessor. Lessor can not terminate the lease deed during the tenure of the Lease period.

24. Related party disclosures

A Immediate holding company

First Energy Private Limited

B Ultimate holding company

RDA Holding Private Limited

C Intermediate holding company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel:

1 Mrs. Anjali Lothe - Director

2 Mr. Sandeep Suresh Mandke- Director

3 Mr. Sumit Prafulla Rathi- Director

4 Anny Chelani - Company Secretary

E Transactions with Related parties:

Particulars	For the year ended March 31, 2026	July 29, 2024 to March 31, 2025
(a) Transactions during the year		
With Immediate Holding Company		
First Energy Private Limited		
EPCPM Contract	1,697.20	-
Loan availed	23,263.99	-
Loan repaid	12,406.43	-
Interest on loan (Capitalised)	294.61	-
Reimbursment of expenses	119.46	-
Subscription for equity shares by holding company	12,207.70	1.00

F Outstanding balances

Particulars	As at March 31, 2026	As at March 31, 2025
Balances as at the year end		
Immediate Holding Company		
First Energy Private Limited		
Borrowings (Including accrued interest)	10,937.09	-
Other payables	1.61	-

G Terms and conditions for outstanding balances

1. All outstanding balances are unsecured, interest free except for borrowings and payable in cash. For details of interest, refer note 13.

2. The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

25. Segment information

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment

26. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payable	5.57	2.36
Other liabilities	21,483.17	-
Borrowings	31,991.06	-
Total	**53,479.80**	**2.36**
Current liabilities	41,610.19	2.36
Non current liabilities	11,869.61	-
Total	**53,479.80**	**2.36**

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026	As at March 31, 2025
Other financial assets	7.76	0.10
Cash and cash equivalents	1,492.93	0.34
Total	**1,500.69**	**0.44**
Current assets	1,500.69	0.34
Non-current assets	-	0.10
Total	**1,500.69**	**0.44**

The carrying value of cash and cash equivalents, other financial assets, trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable or in case of fixed rate borrowings, movements in interest rates from the recognition of such financial instrument till period end not being material.

27. Analytical ratios

Sr. No.	Particulars	Numerator	Denominator	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current Assets	Current Liabilities	1,635.94	41,729.83	0.04	0.20	-81%	Refer note (i)
2	Debt-Equity Ratio	Total Debt	Shareholders' Equity	31,991.06	12,049.46	2.65	Not Applicable	Not Applicable	Not applicable
3	Debt Service Coverage Ratio	Earnings available for debt service (Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt Service (Interest & Lease Payments + Principal Repayments)	35.98	326.99	0.11	Not Applicable	Not Applicable	Not Applicable
3	Return on equity ratio	Net Profits after taxes before exceptional items	Shareholder's Equity	35.98	12,049.46	0.00	3.02	-100%	Refer note (i)
4	Return on investment	Investment income	Average investment	49.22	1,017.77	5%	Not Applicable	Not Applicable	Not Applicable
5	Return on capital employed	Earning before interest and taxes	Capital Employed	35.98	44,040.52	0.08%	151%	-100%	Refer note (i) below
6	Trade payables turnover Ratio	Net Credit Purchases	Average Trade Payables	13.24	3.96	3.34	1.25	167%	Refer note (i) below

Working Capital = Current assets less Current liabilities
Capital employed = Tangible Net worth + total debt
*Average = ((Opening + Closing) / 2)

Note:

(i) Considering the the Company has started its operations during the year, there is significant transactions incurred during the period resulting in increase in borrowings, payables, equity capital, cash and cash equivalents, other assets and liabilities, consequently, resulting in significant variance as compared to comparative period.

(ii) During the previous period sales and purchases were NIL. Thus, Comparative period ratios are not calculated wherever Sales and purchases amounts are considered for calculation.

(iii) During the year ended on March 31, 2025, there were no loans outstanding . Thus, debt equity ratio, debt service coverage ratio has not been calculated.

28 Financial risk management

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents are derived directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The management of the company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk, price risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a) 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.

Particulars	As at March 31, 2026
Variable rate borrowings	11,869.61

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the current year and comparative period and hence not exposed to any foreign currency risk.

c) Price risk

The Company's investments are susceptible to market risk arising from uncertainties about future values of the investment securities. These securities are quoted. The Company manages the price risk through placing limits on individual and total equity/ mutual fund investments. Reports on the investment portfolio are submitted to the management on a regular basis. The Company is not currently exposed significantly to such risks

Notes to the Financial Statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is currently exposed to credit risk from its operating activities from its investing activities, including deposits with banks.

Credit risk from balances with banks and financial institutions is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for the assets is immaterial.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2026 is the carrying amounts as disclosed in notes to accounts.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

As at March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years
Non- derivative				
Borrowings	20,121.45	1,856.59	3,902.34	64,301.07
Lease liabilities	-	188.10	308.89	112.78
Payable for property, plant and equipment	21,483.08	-	-	-
Trade Payables	5.57	-	-	-
Other financial liabilities	21,483.17	-	-	-

As at March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years
Non- derivative				
Trade Payables	2.36	-	-	-

29. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings	31,991.06	-
Lease liabilities	1,574.91	-
Less: Cash and cash equivalents (includes other bank balances)	(1,492.93)	(0.34)
Net debt	**32,073.04**	**(0.34)**
Equity	12,049.46	(1.97)
Net Debt to Equity	**2.66**	**0.17**

Net debt to equity has increased in current year on account additional borrowing availed during the year for capital expenditure

Loan Covenants

The financial covenant shall be tested based on the audited financial statements every year from first full year of commercial operation. Accordingly, compliance with financial covenant is not applicable for current year.

30. Segment information

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment.

31. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Based on the information available with the Company, none of the vendors fall under the definition of micro, small and medium enterprises.

Particulars	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	9.13	0.63
- Principal amount outstanding (whether due or not) to micro and small enterprises*	-	-
- Interest due thereon	-	-
The amount of interest paid by the Company 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	-	-
The amount of payment made to the supplier beyond the appointed day during the year	79.18	-
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	1.50	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	1.50	-
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.	1.50	-

32. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current year and comparative period.

(iv) There is no income surrendered or disclosed as income during the current year or comparative period in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(viii) Utilisation of borrowed funds and share premium
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:

a. 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

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

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

a. 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

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

33. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

34. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail to the extent maintained in the prior period has been preserved by the Company as per the statutory requirements of record retention.

35. The Company was incorporated on July 29, 2024. Therefore, comparative financial statements are for the period July 29, 2024 to March 31, 2025.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
First Energy 11 Private Limited

Sumit Rathi
Director
DIN : 07727272

Anjali Lothe
Director
DIN : 10134848

Amit Jadhav
Chief Executive Officer

Mrunal Jungade
Chief Financial Officer

Anny Chelani
Company Secretary

Place : Pune
Date: April 21, 2026

First Energy 12 Private Limited

Board of Directors
Deepak Joshi
Ganesh Gopalakrishnan
Anjali Lothe

Registered office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014.

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Bankers
Hongkong and Shanghai Banking Corporation,
Axis Bank

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure in presenting the First Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	May 05, 2025 to March 31, 2026
Total income	12.63
Profit/ (Loss) before finance cost, depreciation, and tax	6.79
Finance Cost	-
Profit/ (Loss) before depreciation and tax	6.79
Depreciation and impairment	-
Profit/(Loss) before tax	6.79
Provision for taxation (incl. deferred tax)	1.71
Items that are not to be reclassified to profit or loss	-
Profit/(Loss) after tax	5.08

State of Company's Affairs

Project of 100 MW Solar is being set up in Rajasthan. The project will be connected to CTU.

During FY 2025-26, FE12PL secured final grid connectivity approvals and demonstrated 150 acres of land to ensure release of Rs. 10 Cr bank guarantee from the authorities (CTUIL). Further, FEPL also applied to augment FE12PL Bikaner-III solar projects with a 450 MWh Battery Energy Storage project, so as to deliver battery stored power to C&I consumers during non-solar (evening peak hours).

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves.

During the year, the Company has not transferred any amount to the General Reserve.

Share Capital

There were changes in the capital structure of the Company. The Company has increased its authorized share capital from Rs. 1,00,000/- (Rupees One Lakh only) consisting of 10,000 (Ten Thousand) equity shares of Rs. 10/- each to Rs. 8,00,00,000 (Rupees Eight Crores only) consisting of 80,00,000 (Eighty Lakhs) Equity Shares of Rs. 10/- each. The increase in Authorized share capital was approved by the members of the Company in their Extra-Ordinary General Meeting held on June 04, 2025.

The Paid-up Share Capital of the Company is Rs. 8,00,00,000/- divided into Equity Shares of Rs.10/- each. During the year under review, the Company has made further issue of shares to the existing shareholders and captive users on a rights basis. Details of the further issue of shares are as follows:

Date of Issue	Number of Shares	Nominal value per share (Rs.)	Amount paid up (Rs.)
24/07/2025	79,90,000	10	7,99,00,000

The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors, or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Renewable Energy business and has drawn a mitigation plan to address the same –

- Land Risk : The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- Risk of Right of Way (RoW) and Resources : This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It

also collaborates with competent local infra partners and engages with experienced and capable service partners.

- Renewable Sources and Grid Availability : The risk identified by the Company is lower generation on account of lower radiation, wind speed, Grid curtailments and failures. The Company continuously studies the radiation levels and Wind Resources Assessment with historical data from reliable sources and accordingly sizes the plant and the financial models for arriving at the right tariff for the available conditions. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- Plant Uptime and Soiling Losses : This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using waterless robotic technology for cleaning modules and therefore manpower dependency is reduced.
- Regulatory changes: Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety .

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication: HSE Moment/Lessons Learnt – Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors, and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns: National Safety Week and Road Safety Week, Sustainability Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training : HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors
- HSE Digitalization : HSE digital software implemented for hazard reporting, at risk behavior reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Deepak Joshi (DIN: 11004466) retires by rotation and being eligible offers, himself for re-appointment. The proposal for re-appointment forms part of the Notice of the First AGM of the Company.

During the year, there were no changes in the Directors and Key Managerial Personnel of the Company.

Board Meetings

During the year, the Board met four times on May 05, 2025, July 24, 2025, November 04, 2025, and January 21, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the Profit of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Board for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 1 in Form No. AOC-2 and the same forms part of this report.

Financial Statements

Pursuant to Section 2(41) of the Companies Act, 2013, the financial year of the companies incorporated after the 1st day of January of a year shall end on the 31st day of March of the following year, in respect whereof the financial statement of the company is made up. Accordingly, the Company has prepared the financial statements from the date of incorporation to March 31, 2026, as per Schedule III to the Companies Act, 2013, as amended from time to time.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar, Wind and associated Renewable energy generation sources for commercial & industrial customers.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the Company will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company. The information is also available for inspection at the registered office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of a onetime settlement with any Bank or Financial Institution.

Statutory Auditors

The Board of Directors through a circular resolution passed on June 04, 2025, have appointed M/s Price Waterhouse Chartered Accountants LLP (FRN. 012754N/N500016) as the Statutory Auditors of the Company for FY 2025-26 until the conclusion of 1st Annual General Meeting to be held in FY 2026-27. The Auditors' Report for the period under review does not contain any qualification, reservation, or adverse remark.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
First Energy 12 Private Limited

Ganesh Gopalakrishnan	**Anjali Lothe**
Director	Director
DIN: 11058316	DIN: 10134848

Pune, April 30, 2026

First Energy 12 Private Limited

Annexure 1

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 20 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 12 Private Limited

Ganesh Gopalakrishnan
Director
DIN: 11058316

Anjali Lothe
Director
DIN: 10134848

Pune, April 30, 2026

Independent Auditor's Report

To the Members of First Energy 12 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of First Energy 12 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the period from May 05, 2025 to March 31, 2026, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the period ended March 31, 2026.

        iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in Note 27(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 27(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the period.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with.

14. The Company has not paid any remuneration to its directors during the period. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654JVGELC2671
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of First Energy 12 Private Limited on the financial statements as of and for the period ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of First Energy 12 Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the period ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654JVGELC2671
Place: Pune
Date: May 04, 2026

First Energy 12 Private Limited

Annexure B to Independent Auditor's Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of First Energy 12 Private Limited on the financial statements as of and for the period ended March 31, 2026

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

i. (a) (A) The Company does not have any Property, Plant and Equipment and accordingly, reporting under clause 3(i)(a)(A), 3(i)(b) and 3(i)(d) of the Order is not applicable to the Company.

(B) The Company did not have any intangible assets during the period and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(c) The Company does not own any immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in the favour of the lessee) (Refer Note 3(a) to the financial statements). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the period, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. (a) The Company has made investments in three mutual fund schemes during the year.

The Company has not granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

(b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. The Company was incorporated during the financial year ended March 31, 2026, and there have been no tax assessments under the Income-tax Act, 1961 during the year. Accordingly, the question of our commenting on whether there were any transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year, does not arise.

ix. (a) As the Company did not have any loans or other borrowings from any lender during the period, the reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority .

(c) The Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not raised funds on short-term basis. Accordingly, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the period. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the period. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the period. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the period, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the period by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section

177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the period. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial period. The current financial year being the first year of incorporation of the Company, reporting under Clause (xvii) to the extent it relates to the immediately preceding financial year, is not applicable to the Company.

xviii. There has been no resignation of the statutory auditors during the period and, accordingly, the reporting under clause xviii of the Order is not applicable to the Company.

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership Number: 137654

UDIN: 26137654JVGELC2671
Place: Pune
Date: May 04, 2026

First Energy 12 Private Limited

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026
ASSETS		
Non-current assets		
Capital work-in-progress	3(a)	316.13
Right-of-use assets	3(b)	1,390.81
Total non -current assets		**1,706.94**
Current assets		
Financial assets		
(a) Investments	4	482.26
(b) Cash and cash equivalents	5	18.77
Total current assets		**501.03**
Total Assets		**2,207.97**
Equity and Liabilities		
Equity		
Equity share capital	6	800.00
Other equity	7	(3.81)
Total Equity		**796.19**
Non-current liabilities		
Financial liabilities		
(a) Lease liabilities	19	1,243.73
Deferred tax liabilities	8	-
Total non-current liabilities		**1,243.73**
Current liabilities		
Financial liabilities		
(a) Lease liabilities	19	107.80
(b) Trade and other payables	9	
i) total outstanding dues of micro enterprises and small enterprises		1.33
ii) total outstanding dues of creditors other than micro enterprises and small enterprises		1.66
(c) Other financial liabilities	10	50.71
Current tax liabilities	11	0.60
Other Current liabilities	12	5.95
Total current liabilities		**168.05**
Total Equity and Liabilities		**2,207.97**
Summary of material accounting policies	2	

The above Balance Sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date

Statement of profit and loss for the period from May 05, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	May 05, 2025 to March 31, 2026
Income		
Other income	13	12.63
Total Income		**12.63**
Expenses		
Finance costs	14	-
Depreciation and amortisation expense	15	-
Other expenses	16	5.84
Total Expenses		**5.84**
Profit before tax		**6.79**
Tax expense		
Current tax	8	1.71
Deferred Tax	8	-
Profit for the period		**5.08**
Other comprehensive income		**-**
Total comprehensive income for the period		**5.08**
Earnings per equity share		
Basic and Diluted (nominal value per share Rs 10)	17	0.09
Summary of material accounting policies	2	

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Statement of Profit and Loss referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of First Energy 12 Private Limited

Ganesh Gopalakrishnan
Director
DIN : 11058316

Anjali Lothe
Director
DIN : 10134848

Place : Pune
Date : April 30, 2026

Statement of Cash flow for the period May 05, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	May 05, 2025 to March 31, 2026
A)	**Cash flows from operating activities**	
	Profit before tax	6.79
	Adjustments to reconcile profit before tax to net cash flows	
	Interest income	(10.37)
	Fair value gain on financial instrument at fair value through profit and loss (net)	(2.26)
	Increase in other assets	(0.16)
	Working capital adjustments	
	Increase in other current liabilities	5.95
	Increase in trade payables	2.99
	Cash generated from operations	**3.10**
	Income taxes paid	(1.11)
	Net cash flows from operating activities	**1.99**
B)	**Cash flows used in investing activities**	
	Purchase of property, plant and equipment	(149.38)
	Investment in mutual funds	(480.01)
	Interest income received	10.37
	Net cash used in investing activities	**(619.01)**
C)	**Cash flows from financing activities**	
	Proceeds from issue of equity shares	800.00
	Cost related to issue of own equity instruments	(8.89)
	Payment of lease liability	(107.80)
	Initial cost of lease liability	(47.52)
	Net cash flows from financing activities	**635.79**
	Net increase in cash and cash equivalents	**18.77**
	Cash and cash equivalents at the beginning of the period	-
	Cash and cash equivalents at the end of the period	**18.77**
	Non-cash financing and investing activities	
	-Acquisition of right-of-use assets	1,425.23

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

Particulars	As at March 31, 2026
Cash and cash equivalents (Refer note 5)	18.77
Balances as per Cash flow statement	**18.77**

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy 12 Private Limited

Ganesh Gopalakrishnan
Director
DIN : 11058316

Anjali Lothe
Director
DIN : 10134848

Place : Pune
Date : April 30, 2026

First Energy 12 Private Limited

Statement of changes in equity for the period ended May 05, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital

Equity Shares of ₹10 each issued, subscribed and fully paid	No. of Shares	Amount
As at May 05, 2025	**-**	**-**
Issued during the period	8,000,000	800.00
As at March 31, 2026	**8,000,000**	**800.00**

B Other Equity

Particulars	Retained Earnings	Total
As at May 05, 2025	**-**	**-**
Profit for the period	5.08	5.08
Total Comprehensive Income for the period	**5.08**	**5.08**
Cost related to issue of own equity instruments	(8.89)	(8.89)
As at March 31, 2026	**(3.81)**	**(3.81)**

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

This is the Statement of changes in equity referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy 12 Private Limited

Ganesh Gopalakrishnan
Director
DIN : 11058316

Anjali Lothe
Director
DIN : 10134848

Place : Pune
Date : April 30, 2026

Notes to the Financial Statements for the period May 5, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1 Corporate information

First Energy 12 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on May 5, 2025, under the provisions of Indian Companies Act, 2013 is a subsidiary of First Energy Private Limited. The Company is primarily engaged in business as a producer of energy from renewable sources.

The address of the Company's registered office is 7th Floor, Fountainhead Tower 1, Viman Nagar, Pune, Maharashtra, India, 411014. The Board of Directors have authorized to issue these financial statements on April 30, 2026. The CIN of the Company is U35100PN2025PTC241527.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied, unless otherwise stated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value (refer accounting policy regarding financial instruments);

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Property, plant and equipment (PPE) including Capital work-in-progress

All items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15
Building	30	3 to 30

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

b. Borrowing costs

Where the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs eligible for capitalization are determined as the actual borrowing costs incurred on such specific borrowings during the period, less any investment income earned on the temporary investment of those borrowed funds pending their utilization on the qualifying asset; accordingly, the net borrowing costs, after deduction of such temporary investment income, are capitalized as part of the cost of the qualifying asset in accordance with IAS 23 – Borrowing Costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

c. Deferred Tax

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

2.3. Summary of other accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when the Company has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized pertains to units of electricity supplied to the consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

Variable consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

b. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss. There are currently no debt securities which are carried at FVTPL.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

c. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Notes to the Financial Statements for the period May 5, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

d. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

e. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

f. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of profit or loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

g. Leases

Company as a lessee

The Company lease asset classes primarily consist of leasehold lands. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate standalone price of the non-lease components.

h. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

i. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

j. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the

year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

k. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4 Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

Borrowing costs

The determination of whether an asset qualifies as a qualifying asset for the purpose of capitalization of borrowing costs involves significant management judgement, including assessment of factors such as the period of time necessary to get the asset ready for its intended use or sale, the nature of activities required during the construction or development phase, and prevailing industry practices; in the Company's case, the construction of projects typically involves a period ranging from 6 months to 10 months, and management evaluates each project individually to determine eligibility for borrowing cost capitalization based on these criteria.

2.5 Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognized in prior periods and are not expected to significantly affect the current or future periods.

3. Capital work in progress

Capital work in progress (CWIP) comprises cost of renewable energy plant under construction. Total amount of CWIP is Rs. 316.13 lakhs

Ageing of capital work-in-progress

Particulars	As at March 31, 2026				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress					
100 MV Solar project	316.13	-	-	-	316.13
Total	**316.13**	**-**	**-**	**-**	**316.13**

Capitalization of expenses

During the period, the Company has capitalized the following expenses of revenue nature to the cost of Property, plant and equipment / Capital work-in-progress. Consequently, expenses disclosed under the respective notes are net of amounts capitalized by the Company.

Particulars	May 5, 2025 to March 31, 2026
Interest expenses	81.63
Depreciation and amortisation	34.42
Total	**116.05**

3(b). Right- of- use assets

Particulars	Right of use asset	Total
Gross Carrying Amount		
As at May 5, 2025		
Additions*	1,425.23	1,425.23
Deductions	-	-
As at March 31, 2026	**1,425.23**	**1,425.23**
Accumulated Depreciation		
As at May 5, 2025		
Charge for the period	34.42	34.42
Deductions	-	-
As at March 31, 2026	**34.42**	**34.42**
Net Block		
As at March 31, 2026	**1,390.81**	**1,390.81**

* Includes initial direct costs incurred by the lessee amounting to 47.52 Lakhs

The Company has taken lands on lease which has been accounted in accordance with Ind AS 116-Leases under right of use assets. Refer note 19 for further disclosure on leases.

4. Current Investment

Particulars	Number of units	Amount
	March 31, 2026	March 31, 2026
Investment at fair value through profit and loss		
Investments in Mutual Funds:		
Kotak Liquid Fund	7,296	401.92
Kotak Overnight Fund	5,627	80.34
Total current investments	**12,923**	**482.26**
Aggregate value of quoted investments and market value thereof		482.26
Aggregate value of unquoted investments		-

5. Cash and cash equivalents

Particulars	As at March 31, 2026
Balances with banks	
- in current accounts	18.77
Total	**18.77**

Notes to the Financial Statements for the period May 5, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

6. Share Capital

a. Authorised Equity Share Capital

Particulars	No. of shares	Amount
As at May 5, 2025	**-**	**-**
Increase during the period	8,000,000	80.00
As at March 31, 2026	**8,000,000**	**80.00**

b. Issued, Subscribed and Paid up Share Capital

Particulars	No. of shares	Amount
As at May 5, 2025	**-**	**-**
Changes during the period	8,000,000	800.00
As at March 31, 2026	**8,000,000**	**800.00**

c) Terms/Rights attached to the equity shares

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

d. Equity shares held by ultimate holding / holding company

Particulars	As at March 31, 2026	
	No. of shares	Amount
Immediate holding company		
First Energy Private Limited (Including 1 Share held by nominee Shareholder)	8,000,000	800.00
Equity shares of ₹ 10 each		

e. Details of shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026
(i) First Energy Private Limited, India	
% Holding	100.00%
No. of shares	8,000,000

f. Shares held by promoters at the end of the period

Name of Promoter	As at March 31, 2026	
	Number of shares	% of total number of shares
First Energy Private Limited, India	8,000,000	100.00%

g. Aggregate number of shares issued for consideration other than cash :

There are no shares issued for consideration other than cash or by way of bonus shares during the current period.

7. Other equity

Particulars	As at March 31, 2026
Retained Earnings	
Opening Balance	-
Add: Profit for the period	5.08
	5.08
Cost related to issue of Own Equity Instruments	(8.89)
Total	**(3.81)**

8. Deferred tax liabilities (net)

Particulars	As at March 31, 2026
Deferred Tax liability	
-Right-of-use assets	350.03
Deferred Tax Assets	
-Lease liability	340.14
-Difference in WDV of Property, plant and equipment	9.89
Total	**-**
Tax expenses	
Current tax expenses	1.71
Total	**1.71**

The reconcilioation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follow:

Particulars	As at March 31, 2026
Profit before tax	6.79
Income Tax rate	25.17%
Expected Tax expenses	1.71
Total tax expense	**1.71**

9. Trade Payables and Other Payables (Current)

Particulars	As at March 31, 2026
Total outstanding dues of micro enterprises and small enterprises (Refer note 26)	1.33
Total outstanding dues of creditors other than micro enterprises and small enterprises	
i) Related parties (Refer note 20)	0.05
ii) Others	1.61
Total	**2.99**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	1.02	-	0.32	-	-	-	1.33
(ii) Others	1.61	-	0.05	-	-	-	1.66
Total	**2.63**	**-**	**0.36**	**-**	**-**	**-**	**2.99**

First Energy 12 Private Limited

Notes to the Financial Statements for the period May 5, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

10. Other financial liabilities (Current)

Particulars	As at March 31, 2026
Payable for property, plant and equipment	50.71
Total	**50.71**

11. Provision for Income tax (net)

Particulars	As at March 31, 2026
Opening balance	-
Add: Current tax payable for the period	1.71
Less: Taxes paid during the period	1.11
Total	**0.60**

12. Other Current liabilities (Current)

Particulars	As at March 31, 2026
Statutory dues payable	5.95
Total	**5.95**

13. Other Income

Particulars	May 5, 2025 to March 31, 2026
Interest income from financial assets at amortised cost	10.37
Net gain on financial assets measured at fair value through profit or loss	2.26
Total	**12.63**

14. Finance Costs

Particulars	May 5, 2025 to March 31, 2026
Interest on lease liability	81.63
Less: Capitalized during the period	(81.63)
Total	**-**

15. Depreciation and amortisation expense

Particulars	May 5, 2025 to March 31, 2026
Amortization of right-of-use assets	34.42
Less: Capitalized during the period	(34.42)
Total	**-**

16. Other Expenses

Particulars	May 5, 2025 to March 31, 2026
Rates and taxes	0.31
Legal and professional fees	3.76
Auditor's remuneration (Refer note below)	1.77
Total	**5.84**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current period.

Note: Auditor's remuneration

Particulars	May 5, 2025 to March 31, 2026
As Auditor	
Statutory Audit Fees (Including GST)	1.77
Total	**1.77**

17. Earnings per share

Particulars	As at March 31, 2026
Net profit attributable to the Equity shareholders of the Company (In Rs. Lakhs)	5.08
Weighted average number of Equity shares of Rs.10/- each	5,502,877
Basic and Diluted earnings per share (In Rs.)	**0.09**

18. Contingent Liabilities and commitments

There are no liabilities of contingent nature.

Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account and not provided for is Rs. 219.65 lakhs.

19. Leasing Arrangements

Company as lessee

The Company has taken lands on leases for a tenure of 29 years. There are no variable lease payments and residual value guarantees for these leases.

Carrying amounts of lease liabilities and the movements during the period:

Particulars	As at March 31, 2026
At the beginning of the period	-
Additions	1,377.71
Accretion of interest	81.63
Payments made	(107.80)
At the end of the period	**1,351.53**
Current portion of lease liabilities	107.80
Non-current portion of lease liabilities	1,243.73
Total	**1351.53**

Details of amounts recognised in statement of profit and loss

Particulars	May 5, 2025 to March 31, 2026
Depreciation expense of right-of-use assets	34.42
Interest expense on lease liabilities	81.63
Less: Capitalised during the period	(116.05)
Total amount recognised in statement of profit or loss	**-**

The total cash outflow for leases (including initial transaction cost) for the period was Rs. 155.32 Lakhs

Extension and termination options are included in a number of property and equipment leases across the Company. These are used to maximise operational flexibility in terms of managing the assets used in the company's operations. The majority of extension and termination options held are exercisable only by the Company and not by the respective lessor.

20. Related party disclosures

A Immediate Holding Company

First Energy Private Limited

B Ultimate Holding Company

RDA Holdings Private Limited

Notes to the Financial Statements for the period May 5, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

C Intermediate Holding Company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel:

1 Mrs. Anjali Lothe - Director

2 Mr. Deepak Joshi - Director

3 Mr. Ganesh Gopalkrishanan - Director

E Transactions with Related parties:

Particulars	May 5, 2025 to March 31, 2026
(a) Transactions during the period	
With Immediate Holding Company	
First Energy Private Limited	
Reimbursement of expenses paid	0.05
Reimbursement of expenses incurred	78.79
Subscription of equity shares	800.00

F Outstanding balances

Particulars	As at March 31, 2026
(b) Balances as at the period end	
Immediate Holding Company	
First Energy Private Limited	
Trade payables	0.05

G Terms and conditions

All outstanding balances are unsecured.

The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

21. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026
Trade payable	2.99
Other liabilities	50.71
Total	**53.70**
Current liabilities	53.70
Non-current liabilities	-
Total	**53.70**

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026
Cash and cash equivalents	18.77
Total	**18.77**
Current assets	18.77
Non-current assets	-
Total	**18.77**

The carrying value of cash and cash equivalents trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

Break-up of financial assets carried at fair value through profit and loss

Particulars	As at March 31, 2026
Financial assets	
Investments	
Mutual funds	482.26
Total financial assets (Current)	**482.26**

II. Fair value hierarchy

The following table explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2026

	Date of valuation	Level 1	Level 2	Level 3
Financial Assets				
Investments				
Mutual funds	March 31, 2026	482.26		-

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The Fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of NAV based on report issued by mutual fund house.

22 Financial risk management

The Company's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and investments.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The management of the company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk, price risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal

of market conditions and trends and management's estimate of long and short term changes in fair value.

a) 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 does not have any exposure to interest rate changes at the end of the reporting period, currently as there is no borrowings with variable rates.

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the current period and hence not exposed to any foreign currency risk.

c) Price risk

The Company's investments are susceptible to market risk arising from uncertainties about future values of the investment securities. These securities are quoted. The Company manages the price risk through placing limits on individual and total equity/ mutual fund investments. Reports on the investment portfolio are submitted to the management on a regular basis.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is currently exposed to credit risk from its operating activities from its investing activities, including deposits with banks.

risk from balances with banks is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for the assets is immaterial.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2026 is the carrying amounts as disclosed in notes to accounts.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

As at March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Lease liabilities	107.80	220.99	226.38	3,390.72	3,945.88
Payable for property, plant and equipment	50.71	-	-	-	50.71
Trade Payables	2.99	-	-	-	2.99

23. Analytical ratios

S. No.	Particulars	Numerator	Denominator	As at March 31, 2026
1	Current Ratio	Current Assets	Current Liabilities	2.98
2	Return on equity	Net Profits after taxes before exceptional items	Shareholder's Equity	1%
3	Return on investment	Earning before interest and taxes	Total assets	3%
4	Return on capital employed	Earning before interest and taxes	Capital Employed	1%
5	Trade payables turnover Ratio	Net Credit Purchases	Average Trade Payables	1.95
6	Debt service coverage ratio	Net profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest + other adjustments	Interest and principal repayments including lease payments.	0.05

Capital employed = Tangible Net worth + total debt

Working capital = current assets less current liabilities.

24. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Particulars	As at March 31, 2026
Lease liabilities	1,351.53
Less: Cash and cash equivalents (includes other bank balances)	(18.77)
Net debt	**1,332.76**
Equity	796.19
Net Debt to Equity	**1.67**

Notes to the Financial Statements for the period May 5, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

25. Segment information

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment.

26. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Particulars	As at March 31, 2026
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of accounting period	
- Principal amount (whether due or not) to micro and small enterprises	1.33
- Interest due thereon*	0.00
The amount of interest paid by the Company 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 accounting period	-
The amount of payment made to the supplier beyond the appointed day during the period	0.21
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 period) but without adding the interest specified under the MSMED Act, 2006	0.01
The amount of interest accrued and remaining unpaid at the end of each accounting period	0.01
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.	0.01

*Below rounding of norms adopted by the Company

27. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current year and comparative period.

(iv) There is no income surrendered or disclosed as income during the current year or comparative period in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current period.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

a. 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

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

28. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

29. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes.

30. The Company was incorporated on May 05, 2025. The financial statements are prepared for the period May 05, 2025 to March 31, 2026 as the first financial statements of the Company.Hence, comparative amounts do not exist for the current period.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Pawankumar Somani
Partner
Membership No.: 137654

Place: Pune
Date : May 04, 2026

For and on behalf of the Board of Directors of
First Energy 12 Private Limited

Ganesh Gopalakrishnan
Director
DIN : 11058316

Anjali Lothe
Director
DIN : 10134848

Place : Pune
Date : April 30, 2026

First Energy 14 Private Limited

Board of Directors
Deepak Joshi
Ganesh Othiyathur Seshaiya Gopalakrishnan
(w.e.f September 16, 2025)
Naga Hanumanth Srinivas Nukala
Ashish Kumar
(Ceased w.e.f. October 30, 2025)

Registered office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014.

Auditors
Prasad Kulkarni and Associates,
Chartered Accountants
Office No 1, First Floor, Sai Arcade,
Sambhaji Nagar, MIDC,
Chinchwad, Pune 411019

Bankers
ICICI Bank Limited

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure in presenting the First Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	May 24, 2025 to March 31, 2026
Total income	0.00
Profit/ (Loss) before finance cost, depreciation, and tax	(2.47)
Finance Cost	-
Profit/ (Loss) before depreciation and tax	(2.47)
Depreciation and impairment	-
Profit/(Loss) before tax	(2.47)
Provision for taxation (incl. deferred tax)	-
Items that are not to be reclassified to profit or loss	-
Profit/(Loss) after tax	(2.47)

State of Company's Affairs

The Company was incorporated on May 24, 2025. It is proposed to set up a wind/solar/ hybrid captive project.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves.

During the year, the Company has not transferred any amount to the General Reserve.

Share Capital

There were no changes in the Paid-up Share Capital of the company since incorporation. The Paid-up Share Capital of the Company is Rs. 1,00,000/- divided into 10,000 Equity Shares of Rs.10/- each.

The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors, or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Renewable Energy business and has drawn a mitigation plan to address the same –

- **Land Risk :** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources :** This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also collaborates with competent local infra partners and engages with experienced and capable service partners.
- **Renewable Sources and Grid Availability :** The risk identified by the Company is lower generation on account of lower radiation, wind speed, Grid curtailments and failures. The Company continuously studies the radiation levels and Wind Resources Assessment with historical data from reliable sources and accordingly sizes the plant and the financial models for arriving at the right tariff for the available conditions. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- **Plant Uptime and Soiling Losses :** This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using waterless robotic technology for cleaning modules and therefore manpower dependency is reduced.

- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety.

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication: HSE Moment/Lessons Learnt – Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors, and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training: HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors
- HSE Digitalization: HSE digital software implemented for hazard reporting, at risk behavior reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Deepak Joshi (DIN: 11004466) retires by rotation and being eligible offers, himself for re-appointment. The proposal for re-appointment forms part of the Notice of the First AGM of the Company.

During the period under review, the following changes took place in the Directors and Key Managerial Personnel(s) of the Company:

- Mr. Ashish Kumar resigned as the Director of the Company with effect from October 30, 2025.
- Mr. Ganesh Othiyathur Seshaiya Gopalakrishnan was appointed as the Additional Director of the Company with effect from September 16, 2025.

Board Meetings

During the year, the Board met four times on May 26, 2025, September 16, 2025, November 04, 2025, and January 21, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Board for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 1 in Form No. AOC-2 and the same forms part of this report.

Financial Statements

Pursuant to Section 2(41) of the Companies Act, 2013, the financial year of the companies incorporated after the 1st day of January of a year shall end on the 31st day of March of the following year, in respect whereof the financial statement of the company is made up. Accordingly, the Company has prepared the financial statements from the date of incorporation to March 31, 2026, as per Schedule III to the Companies Act, 2013, as amended from time to time.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar, Wind and associated Renewable energy generation sources for commercial & industrial customers.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the Company will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company. The information is also available for inspection at the registered office during working hours up to the date of the Annual General Meeting.

First Energy 14 Private Limited

Significant and material orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of a onetime settlement with any Bank or Financial Institution.

Statutory Auditors

The Board of Directors through a circular resolution passed on June 20, 2025, have appointed M/s Prasad Kulkarni and Associates, (Firm Registration No. 125063W) as the Statutory Auditors of the Company for FY 2025-26 until the conclusion of 1st Annual General Meeting to be held in FY 2026-27. The Auditors' Report for the period under review does not contain any qualification, reservation, or adverse remark.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
First Energy 14 Private Limited

Ganesh Gopalakrishnan
Director
DIN: 11058316

Srinivas Nukala
Director
DIN: 11072006

Pune, April 30, 2026

Annexure 1

Form No. AOC-2

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

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

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

The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. Attention of members is drawn to the disclosure of transactions with such related parties as set out in Note No. 13 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
First Energy 14 Private Limited

Ganesh Gopalakrishnan
Director
DIN: 11058316

Srinivas Nukala
Director
DIN: 11072006

Pune, April 30, 2026

First Energy 14 Private Limited

Independent Auditor's Report

To the Members of First Energy 14 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. I have audited the accompanying financial statements of First Energy 14 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the period from May 24, 2025 to March 31, 2026, and notes to the financial statements, including material accounting policy information and other explanatory information.

2. In my opinion and to the best of my information and according to the explanations given to me, the aforesaid 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and total comprehensive income (comprising of loss and other comprehensive income), changes in equity and its cash flows for the period then ended.

Basis for Opinion

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

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report but does not include the financial statements and my auditor's report thereon.

   My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

   In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact.

   While performing my audit function, no such misstatements noticed.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

9. As part of an audit in accordance with SAs, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my 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, I am also responsible for expressing my opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my 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.

10. I 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 I identify during my audit.

Report on other legal and regulatory requirements

11. 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, we give in the Annexure B a

statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

12. As required by Section 143(3) of the Act, I report that:

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

(b) In my opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept so far as it appears from my examination of those books, except that the backup of certain books of account and other books and papers maintained in electronic mode has not been maintained on a daily basis on servers physically located in India during the period and the matters stated in paragraph 12(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

(c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In my opinion, the aforesaid 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, 2025, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to my remarks in paragraph 12(b) above on reporting under Section 143(3)(b) and paragraph 12(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

(g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to my separate Report in "Annexure A".

(h) 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 my opinion and to the best of my information and according to the explanations given to me:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The Company was not required to recognise a provision as at March 31, 2026 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any derivative contracts as at March 31, 2026.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the period ended March 31, 2026.

iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in Note 21(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 21(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that I considered reasonable and appropriate in the circumstances, nothing has come to my notice that has caused me to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The Company has not declared or paid any dividend during the period.

vi. Based on my examination, which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility that has operated during the period for all relevant transactions recorded in the software, except that audit trail feature has not been enabled at the database level to log any direct data changes.

13. The Company has not paid any remuneration to its directors during the period. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

UDIN:
Place: Pune
Date: 30 April 2026

First Energy 14 Private Limited

Annexure A to Independent Auditor's Report

Referred to in paragraph 12(g) of the Independent Auditor's Report of even date to the members of First Energy 14 Private Limited on the financial statements for the period ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. I have audited the internal financial controls with reference to financial statements of First Energy 14 Private Limited ("the Company") as of March 31, 2026 in conjunction with my audit of the financial statements of the Company for the period ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. My responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. I conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that I 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 was established and maintained and if such controls operated effectively in all material respects.

4. My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. My 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 financial statements, whether due to fraud or error.

5. I 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

UDIN:
Place: Pune
Date: 30 April 2026

Annexure B to Independent Auditors' Report

Referred to in paragraph 11 of the Independent Auditor's Report of even date to the members of First Energy 14 Private Limited on the financial statements as of and for the period ended March 31, 2026

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

i. (a) (A) The Company does not have any Property, Plant and Equipment and accordingly, reporting under clause 3(i)(a)(A), 3(i)(b), 3(i)(c) and 3(i)(d) of the Order is not applicable to the Company.

(B) The Company does not have any Intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently, does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the period, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. The Company has not made any investments, granted secured/ unsecured loans/advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b),(iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products/ services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax, and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961.

ix. (a) As the Company did not have any loans or other borrowings from any lender during the period, the reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not raised funds on short-term basis. Accordingly, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiary, joint venture or associate company during the period. Accordingly, reporting under clause 3(ix)(e) and (ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the period. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the period, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the period by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. In our opinion, the Company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Act.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the period. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has one CIC as part of the Group.

xvii. The Company has incurred cash losses of Rs. 2.47 lakhs in the financial year. The current financial year being the first period of incorporation of the Company, reporting under Clause (xvii) to the extent it relates to the immediately preceding financial year, is not applicable to the Company.

xviii. There has been no resignation of the statutory auditors during the period and accordingly the reporting under clause 3(xviii) of the Order is not applicable.

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiary or joint venture or associate company and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

UDIN:
Place: Pune
Date: 30 April 2026

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2025
ASSETS		
Non-current assets		
Financial assets		
(a) Other financial assets	3	0.10
Total non -current assets		**0.10**
Current assets		
Financial assets		
(a) Cash and cash equivalents	4	0.13
Total current asseets		**0.13**
Total Assets		**0.23**
Equity and Liabilities		
Equity		
Equity share capital	5	1.00
Other equity	6	(2.47)
Total Equity		**(1.47)**
Current liabilities		
Financial liabilities		
(a) Borrowings	7	1.00
(b) Trade and other payables	8	
a) total outstanding dues of micro enterprises and small enterprises		0.62
b) total outstanding dues of creditors other than micro enterprises and small enterprises		-
Other current liabilities	9	0.08
Total current liabilities		**1.70**
Total Equity and Liabilities		**0.23**

The above Balance Sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date

Statement of profit and loss for the period from May 24, 2025 to March 31 ,2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	May 24, 2025 to March 31, 2026
Income		
Total Income		**-**
Other Expenses	10	2.47
Total Expenses		**2.47**
Profit/ (Loss) before tax		**(2.47)**
Tax expense		
Current tax		-
Loss for the period		**(2.47)**
Other comprehensive loss		**-**
Total comprehensive loss for the period		**(2.47)**
Loss per equity share		
Basic and Diluted (nominal value per share Rs 10)		(24.70)

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Statement of Profit and Loss referred in our report of even date

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

Place: Pune
Date: 30 April 2026
UDIN :26113606ESNYPX8979

For and on behalf of the Board of Directors of
First Energy 14 Private Limited

Deepak Joshi
Director
DIN : 11004466

Srinivas Nukala
Director
DIN : 11072006

Place : Pune
Date : 30/04/2026

First Energy 14 Private Limited

Statement of Cash flow for the period May 24, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	May 24, 2025 to March 31, 2026
A)	**Cash flows from operating activities**	
	Loss before tax	(2.47)
	Adjustments to reconcile profit before tax to net cash flows	
	Working capital adjustments	
	Increase in other current libilities	0.08
	Increase in other financial assets	(0.10)
	Increase in other assets	-
	Increase in trade payables	0.62
	Cash generated from operations	**(1.87)**
	Direct taxes paid	-
	Net cash flows from operating activities	**(1.87)**
B)	**Cash flows from financing activities**	
	Proceeds from issue of Equity shares	1.00
	Net cash flows from financing activities	**1.00**
	Net increase in cash and cash equivalents	**(0.87)**
	Cash and cash equivalents at the beginning of the period	1.00
	Cash and cash equivalents at the end of the period	**0.13**

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

Particulars	March 31, 2026
Cash and cash equivalents	0.13
Balances as per Cash flow statement	**0.13**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer Note 7 for Net debt reconciliation

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

This is the Statement of Cash Flows referred in our report of even date

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

Place: Pune
Date: 30 April 2026
UDIN :26113606ESNYPX8979

For and on behalf of the Board of Directors of
First Energy 14 Private Limited

Deepak Joshi
Director
DIN : 11004466

Srinivas Nukala
Director
DIN : 11072006

Place : Pune
Date : 30/04/2026

Statement of changes in equity for the period ended May 24, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital

Equity Shares of ₹ 10 each issued, subscribed and fully paid	No. of Shares	Amount
As at May 24, 2025	**-**	**-**
Issue during the period	10,000	1.00
As at March 31, 2026	**10,000**	**1.00**

B Other Equity

Particulars	Retained Earnings	Total
As at May 24, 2025	**-**	**-**
Loss for the period	(2.47)	(2.47)
Other comprehensive loss for the period	-	-
Total Comprehensive Loss for the year	**(2.47)**	**(2.47)**
Cost related to issue of own equity instruments	-	-
As at March 31, 2026	**(2.47)**	**(2.47)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

Place: Pune
Date: 30 April 2026

UDIN :26113606ESNYPX8979

For and on behalf of the Board of Directors of
First Energy 14 Private Limited

Deepak Joshi
Director
DIN : 11004466

Srinivas Nukala
Director
DIN : 11072006

Place : Pune
Date : 30/04/2026

First Energy 14 Private Limited

Notes to the financial statements for the period from May 24, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1 Corporate information

First Energy 14 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on May 24, 2025 under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business of producing solar power.

The address of the Company's registered office is 7th Floor, Fountain Head Tower-1, Viman Nagar, Pune, Maharashtra – 411014. The Board of Directors have authorized these financial statements on April 30, 2026. The CIN of the Company is U35100PN2025PTC242376

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied, unless otherwise stated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value;

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when the Company has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified goods or service and has discretion in establishing the price for the specified goods or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized includes amounts billed to consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

At the end of each reporting period, the Company updates the estimated transaction price to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period. The Company accounts for such changes in the transaction price (including claims). Consideration / claim payable to a customer includes cash amounts that an entity pays to the customer. The Company accounts for consideration payable to a customer as a reduction of the transaction price and, therefore, of revenue unless the payment to the customer is in exchange for a distinct goods or service that the customer transfers to the entity. The consideration payable to a customer includes a variable amount.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

b. Property, plant and equipment

All items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15
Building	30	3 to 30
Furniture and fixtures	10	10
Roads	3	3

Also refer 2.3.c for other accounting policies relating to Property, plant and equipment.

c. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs pertaining to qualifying assets are presented as part of financing activities in statement of cash flows.

d. Leases

Company as a lessee

The Company lease asset classes primarily consist of leasehold lands. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset and a corresponding lease liability for all lease

Notes to the financial statements for the period from May 24, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate standalone price of the non-lease components.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss. There are currently no debt securities which are carried at FVTPL.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost

category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Property, plant and equipment (PPE)

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

e. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

f. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

Notes to the financial statements for the period from May 24, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

g. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of profit and loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

h. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

i. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

j. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

k. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

l. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4 Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Borrowing costs

Significant management judgement is involved in determining whether in assessing whether the asset is a qualifying asset using the factors such as period of time to get ready, nature of activities necessary and industry practice. The construction of project involves a period ranging from 6 months to 10 months.

ii. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

3. Other Financial Assets (Non-current)

Particulars	As at March 31, 2026
Security deposits	
Unsecured, considered good	0.10
Total	**0.10**

4. Cash and cash equivalents

Particulars	As at March 31, 2026
Balances with banks	
- in current accounts	0.13
Total	**0.13**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

5. Share Capital

a. Authorised Equity Share Capital

Particulars	No. of shares	Amount
As at May 24, 2025		
Increase during the period	10,000	0.10
As at March 31, 2026	**10,000**	**0.10**

b. Issued, Subscribed and Paid up Share Capital

Particulars	No. of shares	Amount
As at May 24, 2025	**-**	**-**
Increase during the period	10,000	1.00
As at March 31, 2026	**10,000**	**1.00**

First Energy 14 Private Limited

Notes to the financial statements for the period from May 24, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

c) Terms/Rights attached to the equity shares

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

d. Equity shares held by ultimate holding / holding company

Particulars	As at March 31, 2026	
	No. of shares	Amount
Holding company		
First Energy Private Limited (Including shares held by nominee shareholders)	10,000	1.00
Equity shares of ₹10 each		

e. Details of shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026
(i) First Energy Private Limited, India	
% Holding	100.00%
No. of shares	8,000,000

f. Shares held by promoters at the end of the period

Name of Promoter	As at March 31, 2026		% of change during the period
	Number of shares	% of total number of shares	
First Energy Private Limited, India	8,000	100.00%	100.00%

g. Aggregate number of shares issued for consideration other than cash :

There are no shares issued for consideration other than cash or by way of bonus shares during the current or previous year.

6. Other equity

Particulars	As at March 31, 2026
Retained Earnings	
Opening Balance	-
Add : Loss for the period	(2.47)
Total	**(2.47)**

7. Current borrowings

Particulars	As at March 31, 2026
Unsecured loans	
From holding company	1.00
Total	**1.00**
Aggregate unsecured borrowings	1.00

Net debt reconciliation

Name of the Shareholder	As at March 31, 2026
Borrowings	(1.00)
Cash and cash equivalent	0.13
Net debt	**(0.87)**

Particulars	Other assets		Liabilities from financing activities	
	Cash and bank balance	Liquid investments	Borrowings	Lease Liabilities
Net debt as at May 24, 2025	-	-	-	-
Cash flows	0.13	-	(1.00)	-
Net debt as at March 31, 2026	**0.13**	**-**	**(1.00)**	**-**

Liquid investments comprise current investment that are traded in an active market, being the Company's financial assets held at fair value through profit or loss.

8. Trade and Other Payables (Current)

Particulars	As at March 31, 2026
Total outstanding dues of micro enterprises and small enterprises	0.62
Total outstanding dues of creditors other than micro enterprises and small enterprises	
i) Related parties	-
ii) Others	-
Total	**0.62**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	0.62	-	-	-	-	-	0.62
(ii) Others		-	-	-	-	-	-
Total	**0.62**	**-**	**-**	**-**	**-**	**-**	**0.62**

9. Other Current Liabilities

Particulars	As at March 31, 2026
Statutory dues payable	0.08
Total	**0.08**

10. Other Expenses

Particulars	May 24, 2025 to March 31, 2026
Rates and taxes	0.44
Legal and professional fees	1.86
Auditor's remuneration (Refer note below)	0.17
Total	**2.47**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current period.

Notes to the financial statements for the period from May 24, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Note: Auditor's remuneration

Particulars	May 24, 2025 to March 31, 2026
Statutory Audit Fees (Including GST)	0.17
Total	**0.17**

11 Loss per share

Particulars	May 24, 2025 to March 31, 2026
Net Loss attributable to the Equity shareholders of the Company	-2.47
Weighted average number of Equity shares of Rs.10/- each	10,000
Basic and Diluted Loss per share	**-24.7**

12. Contingent Liabilities and commitments

There are no liabilities of contingent nature.

Capital and other commitment

There are no capital or other commitment.

13. Related party disclosures

A Immediate Holding Company

First Energy Private Limited

B Ultimate Holding Company

RDA Holdings Private Limited

C Intermediate Holding Company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel:

1 Mr. Deepak Joshi - Director

2 Mr.Srinivas Nukala - Director

3 Mr.Ganesh Gopalkrishanan - Director

E Transactions with Related parties:

Particulars	May 24, 2025 to March 31, 2026
(a) Transactions during the year	
With Immediate Holding Company	
First Energy Private Limited	
Subscription for equity shares by holding company	1.00
Reimbursement of expenses	0.03
Loan availed	1.00

F Outstanding balances

Particulars	As at March 31, 2026
Balances as at the year end	
Immediate Holding Company	
First Energy Private Limited	
Unsecured Loans	1.00

G Terms and conditions

The transactions entered with related parties are at arm's length basis.

14. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026
Trade payable	0.62
Borrowings	1.00
Total	**1.62**
Current liabilities	1.62
Non current liabilities	-
Total	**1.62**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026
Other financial assets	0.10
Cash and cash equivalents	0.13
Total	**0.23**
Current assets	0.13
Non-current assets	0.10
Total	**0.23**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

17 Financial risk management

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents are derived directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The management of the company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk, price risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a) 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 does not have any exposure to interest rate changes at the end of the reporting period, currently as there is no borrowings with variable rates.

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the current year and comparative period and hence not exposed to any foreign currency risk.

c) Price risk

The Company's investments are susceptible to market risk arising from uncertainties about future values of the investment securities. These securities are unquoted. The Company manages the price risk through placing limits on individual and total equity/ mutual fund investments. Reports on the investment portfolio are submitted to the management on a regular basis. The Company is not currently exposed significantly to such risks

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is currently exposed to credit risk from its operating activities from its investing activities, including deposits with banks.

Credit risk from balances with banks and financial institutions is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for the assets is immaterial.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2026 is the carrying amounts as disclosed in notes to accounts.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

As at March 31, 2026

Particulars	On demand	< 1 year	1 to 3 years	3 to 5 years	> 5 years
Non- derivative					
Trade Payables	-	0.62	-	-	-

16. Analytical ratios

S. No.	Particulars	Numerator	Denominator	As at March 31, 2026
1	Current Ratio	Current Assets	Current Liabilities	0.08
2	Debt-Equity Ratio	Total Debt	Shareholders' Equity	-0.68
3	Return on equity ratio	Net Profits after taxes before exceptional items	Shareholder's Equity	336.05%
4	Return on investment	Earning before interest and taxes	Total assets	-1074%
5	Return on capital employed	Earning before interest and taxes	Capital Employed	526%
6	Trade payables turnover Ratio	Net Credit Purchases	Average Trade Payables	3.98

Capital employed = Tangible Net worth + total debt

17. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Particulars	As at March 31, 2026
Borrowings	1.00
Less: Cash and cash equivalents (includes other bank balances)	0.13
Net cash portion	**0.87**

18. Segment information

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz. "Producer of power through renewable energy source". Hence, the Company does not have any reportable segment as per IND AS-108 "Operating Segments".

19. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Particulars	As at March 31, 2026
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	
- Principal amount outstanding (whether due or not) to micro and small enterprises*	0.62
- Interest due thereon	-
The amount of interest paid by the Company 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	-
The amount of payment made to the supplier beyond the appointed day during the year	0.73

Notes to the financial statements for the period from May 24, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	As at March 31, 2026
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	0.01
The amount of interest accrued and remaining unpaid at the end of each accounting year	0.01
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.	0.01

20. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current year and comparative period.

(iv) There is no income surrendered or disclosed as income during the current year or comparative period in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

21. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode.

22. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes.

23. The Company was incorporated on May 24, 2025. Therefore, comparative financial statements are for the period May 24, 2025 to March 31, 2026

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

Place: Pune
Date: 30 April 2026
UDIN :26113606ESNYPX8979

For and on behalf of the Board of Directors of
First Energy 14 Private Limited

Deepak Joshi
Director
DIN : 11004466

Srinivas Nukala
Director
DIN : 11072006

Place : Pune
Date : 30/04/2026

First Energy 15 Private Limited

Board of Directors
Deepak Joshi
Ganesh Othiyathur Seshaiya Gopalakrishnan
Naga Hanumanth Srinivas Nukala

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014.

Auditors
Prasad Kulkarni and Associates,
Chartered Accountants
Office No 1, First Floor, Sai Arcade,
Sambhaji Nagar, MIDC,
Chinchwad, Pune 411019

Bankers
Axis Bank

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure in presenting the First Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	December 16, 2025 to March 31, 2026
Total income	-
Profit/ (Loss) before finance cost, depreciation, and tax	(0.99)
Finance Cost	-
Profit/ (Loss) before depreciation and tax	(0.99)
Depreciation and impairment	-
Profit/(Loss) before tax	(0.99)
Provision for taxation (incl. deferred tax)	-
Items that are not to be reclassified to profit or loss	-
Profit/(Loss) after tax	(0.99)

State of Company's Affairs

The Company was incorporated on December 16, 2025. It is proposed to set up a wind/solar/hybrid captive project.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves.

During the year, the Company has not transferred any amount to the General Reserve.

Share Capital

There were no changes in the Paid-up Share Capital of the company since incorporation. The Paid-up Share Capital of the Company is Rs. 1,00,000/- divided into 10,000 Equity Shares of Rs.10/- each.

The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors, or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Renewable Energy business and has drawn a mitigation plan to address the same –

- **Land Risk :** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources :** This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also collaborates with competent local infra partners and engages with experienced and capable service partners.
- **Renewable Sources and Grid Availability :** The risk identified by the Company is lower generation on account of lower radiation, wind speed, Grid curtailments and failures. The Company continuously studies the radiation levels and Wind Resources Assessment with historical data from reliable sources and accordingly sizes the plant and the financial models for arriving at the right tariff for the available conditions. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- **Plant Uptime and Soiling Losses :** This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using waterless robotic technology for cleaning modules and therefore manpower dependency is reduced.

- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers Health and safety.

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication: HSE Moment/Lessons Learnt – Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors, and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training: HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors
- HSE Digitalization: HSE digital software implemented for hazard reporting, at risk behavior reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors & Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Deepak Joshi (DIN: 11004466) retires by rotation and being eligible offers, himself for re-appointment. The proposal for re-appointment forms part of the Notice of the First AGM of the Company.

During the period under review, there were no changes in the Directors and Key Managerial Personnel of the Company.

Board Meetings

During the year, the Board met two times on December 17, 2025, and March 09, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

The information on transactions with related parties pursuant to Sec 134(3) (h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 1 in Form No. AOC-2 and the same forms part of this report.

Financial Statements

Pursuant to Section 2(41) of the Companies Act, 2013, the financial year of the companies incorporated after the 1st day of January of a year shall end on the 31st day of March of the following year, in respect whereof the financial statement of the company is made up. Accordingly, the Company has prepared the financial statements from the date of incorporation to March 31, 2026, as per Schedule III to the Companies Act, 2013, as amended from time to time.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar, Wind and associated Renewable energy generation sources for commercial & industrial customers.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the company, will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the company . The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

First Energy 15 Private Limited

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of a onetime settlement with any Bank or Financial Institution.

Statutory Auditors

The Board of Directors through a circular resolution passed on January 08, 2026, have appointed M/s Prasad Kulkarni and Associates, (Firm Registration No. 125063W) as the Statutory Auditors of the Company for FY 2025-26 until the conclusion of 1st Annual General Meeting to be held in FY 2026-27. The Auditors' Report for the period under review does not contain any qualification, reservation, or adverse remark.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
First Energy 15 Private Limited

Ganesh Gopalakrishnan
Director
DIN: 11058316

Srinivas Nukala
Director
DIN: 11072006

Pune, April 30, 2026

Annexure 1

Form No. AOC-2

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

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

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

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

   The company has not entered into any material contracts or arrangement or transactions at arm's length basis.

For and on behalf of the Board of Directors of
First Energy 15 Private Limited

Ganesh Gopalakrishnan
Director
DIN: 11058316

Srinivas Nukala
Director
DIN: 11072006

Pune, April 30, 2026

First Energy 15 Private Limited

Independent Auditor's Report

To the Members of First Energy 15 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. I have audited the accompanying financial statements of First Energy 15 Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the period from December 16, 2025 to March 31, 2026, and notes to the financial statements, including material accounting policy information and other explanatory information.

2. In my opinion and to the best of my information and according to the explanations given to me, the aforesaid 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and total comprehensive income (comprising of loss and other comprehensive income), changes in equity and its cash flows for the period then ended.

Basis for Opinion

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

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report but does not include the financial statements and my auditor's report thereon.

   My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

   In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact.

   While performing my audit function, no such misstatements noticed.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

9. As part of an audit in accordance with SAs, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my 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, I am also responsible for expressing my opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my 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.

10. I 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 I identify during my audit.

Report on other legal and regulatory requirements

11. 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, we give in the Annexure B a

statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

12. As required by Section 143(3) of the Act, I report that:

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

(b) In my opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept so far as it appears from my examination of those books, except that the backup of certain books of account and other books and papers maintained in electronic mode has not been maintained on a daily basis on servers physically located in India during the period and the matters stated in paragraph 12(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

(c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In my opinion, the aforesaid 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, 2025, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to my remarks in paragraph 12(b) above on reporting under Section 143(3)(b) and paragraph 12(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

(g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to my separate Report in "Annexure A".

(h) 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 my opinion and to the best of my information and according to the explanations given to me:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The Company was not required to recognise a provision as at March 31, 2026 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any derivative contracts as at March 31, 2026.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the period ended March 31, 2026.

iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in Note 21(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 21(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that I considered reasonable and appropriate in the circumstances, nothing has come to my notice that has caused me to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The Company has not declared or paid any dividend during the period.

vi. Based on my examination, which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility that has operated during the period for all relevant transactions recorded in the software, except that audit trail feature has not been enabled at the database level to log any direct data changes.

13. The Company has not paid any remuneration to its directors during the period. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

UDIN:
Place: Pune
Date: 30 April 2026

First Energy 15 Private Limited

Annexure A to Independent Auditor's Report

Referred to in paragraph 12(g) of the Independent Auditor's Report of even date to the members of First Energy 15 Private Limited on the financial statements for the period ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. I have audited the internal financial controls with reference to financial statements of First Energy 15 Private Limited ("the Company") as of March 31, 2026 in conjunction with my audit of the financial statements of the Company for the period ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. My responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. I conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that I 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 was established and maintained and if such controls operated effectively in all material respects.

4. My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. My 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 financial statements, whether due to fraud or error.

5. I 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

UDIN:
Place: Pune
Date: 30 April 2026

Annexure B to Independent Auditor's Report

Referred to in paragraph 11 of the Independent Auditor's Report of even date to the members of First Energy 15 Private Limited on the financial statements as of and for the period ended March 31, 2026

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

i. (a) (A) The Company does not have any Property, Plant and Equipment and accordingly, reporting under clause 3(i)(a)(A), 3(i)(b), 3(i)(c) and 3(i)(d) of the Order is not applicable to the Company.

(B) The Company does not have any Intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently, does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the period, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. The Company has not made any investments, granted secured/ unsecured loans/advances in nature of loans, or stood guarantee, or provided security to any parties. Accordingly, to this extent, the reporting under clause 3(iii), (iii)(a), (iii)(b),(iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products/ services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax, and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961.

ix. (a) As the Company did not have any loans or other borrowings from any lender during the period, the reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not raised funds on short-term basis. Accordingly, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiary, joint venture or associate company during the period. Accordingly, reporting under clause 3(ix)(e) and (ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the period. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the period, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the period by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. In our opinion, the Company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Act.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the period. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has one CIC as part of the Group.

xvii. The Company has incurred cash losses of Rs. 0.99 lakhs in the financial year. The current financial year being the first period of incorporation of the Company, reporting under Clause (xvii) to the extent it relates to the immediately preceding financial year, is not applicable to the Company.

xviii. There has been no resignation of the statutory auditors during the period and accordingly the reporting under clause 3(xviii) of the Order is not applicable.

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiary or joint venture or associate company and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

UDIN:
Place: Pune
Date: 30 April 2026

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2025
ASSETS		
Non-current assets		
(a) Other financial assets	3	0.10
Total non -current assets		**0.10**
Current assets		
Financial assets		
(a) Cash and cash equivalents	4	0.59
Total current asseets		**0.59**
Total Assets		**0.69**
Equity and Liabilities		
Equity		
Equity share capital	5	1.00
Other equity	6	(0.99)
Total Equity		**0.01**
Current liabilities		
Financial liabilities		
(a) Trade and other payables		
i) total outstanding dues of micro enterprises and small enterprises	7	0.62
ii) total outstanding dues of creditors other than micro enterprises and small enterprises		-
Other current liabilities	8	0.06
Total current liabilities		**0.68**
Total Equity and Liabilities		**0.69**

The above Balance Sheet should be read in conjunction with the accompanying notes.

This is the Balance Sheet referred in our report of even date

Statement of profit and loss for the period from December 16, 2025 to March 31,2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	December 16, 2025 to March 31, 2026
Income		
Total Income		**-**
Other Expenses	9	0.99
Total Expenses		**0.99**
Profit/ (Loss) before tax		**(0.99)**
Tax expense		
Current tax		-
Loss for the period		**(0.99)**
Other comprehensive loss		**-**
Total other comprehensive income for the year, net of tax [A + B]		**-**
Total comprehensive loss for the period		**(0.99)**
Loss per equity share		
Basic and Diluted (nominal value per share Rs 10)		(9.90)

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Statement of Profit and Loss referred in our report of even date

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

Place: Pune
Date: 30 April 2026
UDIN :26113606OBHLWL8597

For and on behalf of the Board of Directors of
First Energy 15 Private Limited

Deepak Joshi
Director
DIN : 11004466

Srinivas Nukala
Director
DIN : 11072006

Place : Pune
Date : 30/04/2026

First Energy 15 Private Limited

Statement of Cash flow for the period December 16, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	December 16, 2025 to March 31, 2026
A)	**Cash flows from operating activities**	
	Loss before tax	(0.99)
	Adjustments to reconcile profit before tax to net cash flows	
	Working capital adjustments	
	Increase in other current libilities	0.06
	Increase in other financial assets	(0.10)
	Increase in trade payables	0.62
	Cash generated from operations	**(0.41)**
	Direct taxes paid	-
	Net cash flows from operating activities	**(0.41)**
B)	**Cash flows from investing activities**	
	Net cash flows from investing activities	**1.00**
C)	**Cash flows from financing activities**	
	Proceeds from issue of Equity shares	1.00
	Net cash flows from financing activities	**1.00**
	Net increase in cash and cash equivalents	0.59
	Cash and cash equivalents at the beginning of the period	-
	Cash and cash equivalents at the end of the period	**0.59**

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

	March 31, 2026
Cash and cash equivalents	0.59
Balances as per Cash flow statement	**0.59**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

This is the Statement of Cash Flows referred in our report of even date

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

Place: Pune
Date: 30 April 2026
UDIN :26113606OBHLWL8597

For and on behalf of the Board of Directors of
First Energy 15 Private Limited

Deepak Joshi
Director
DIN : 11004466

Srinivas Nukala
Director
DIN : 11072006

Place : Pune
Date : 30/04/2026

Statement of changes in equity for the period ended December 16, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital

Equity Shares of ₹ 10 each issued, subscribed and fully paid	Amount	Amount
As at December 16, 2025	**-**	**-**
Issue during the period	10,000	1.00
As at March 31, 2026	**10,000**	**1.00**

B Other Equity

Particulars	Retained Earnings	Total
As at December 16, 2025	**-**	**-**
Loss for the period	(0.99)	(0.99)
Other comprehensive loss for the period	-	-
Total Comprehensive Loss for the year	**(0.99)**	**(0.99)**
Cost related to issue of own equity instruments	-	-
As at March 31, 2026	**(0.99)**	**(0.99)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date.

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

Place: Pune
Date: 30 April 2026
UDIN :26113606OBHLWL8597

For and on behalf of the Board of Directors of
First Energy 15 Private Limited

Deepak Joshi
Director
DIN : 11004466

Srinivas Nukala
Director
DIN : 11072006

Place : Pune
Date : 30/04/2026

First Energy 15 Private Limited

Notes to the financial statements for the period from December 16, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1 Corporate information

First Energy 15 Private Limited ("the Company") is a private limited company domiciled in India and incorporated on December 16, 2025 under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business of producing solar power.

The address of the Company's registered office is 7th Floor, Fountain Head Tower-1, Viman Nagar, Pune, Maharashtra – 411014. The Board of Directors have authorized these financial statements on April 30, 2026. The CIN of the Company is U35100PN2025PTC249457.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied, unless otherwise stated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention except certain financial assets measured at fair value;

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when the Company has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified goods or service and has discretion in establishing the price for the specified goods or service.

Revenue from Sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. Revenue recognized includes amounts billed to consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in purchase power agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

At the end of each reporting period, the Company updates the estimated transaction price to represent the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period. The Company accounts for such changes in the transaction price (including claims). Consideration / claim payable to a customer includes cash amounts that an entity pays to the customer. The Company accounts for consideration payable to a customer as a reduction of the transaction price and, therefore, of revenue unless the payment to the customer is in exchange for a distinct goods or service that the customer transfers to the entity. The consideration payable to a customer includes a variable amount.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

b. Property, plant and equipment

All items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15
Building	30	3 to 30
Furniture and fixtures	10	10
Roads	3	3

Also refer 2.3.c for other accounting policies relating to Property, plant and equipment.

c. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs pertaining to qualifying assets are presented as part of financing activities in statement of cash flows.

d. Leases

Company as a lessee

The Company lease asset classes primarily consist of leasehold lands. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset and a corresponding lease liability for all lease

Notes to the financial statements for the period from December 16, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease arrangements include the options to extend or terminate the lease before the end of the lease term. Right-of-use assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable and amounts expected to be paid under residual value guarantees. There are no variable lease payments.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate standalone price of the non-lease components.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss. There are currently no debt securities which are carried at FVTPL.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost

category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Property, plant and equipment (PPE)

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

e. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

f. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

Notes to the financial statements for the period from December 16, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

g. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of profit and loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

h. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

i. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

j. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

k. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

l. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4 Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Borrowing costs

Significant management judgement is involved in determining whether in assessing whether the asset is a qualifying asset using the factors such as period of time to get ready, nature of activities necessary and industry practice. The construction of project involves a period ranging from 6 months to 10 months.

ii. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

3. Other Financial Assets (Non-current)

Particulars	As at March 31, 2026
Security deposits	
Unsecured, considered good	0.10
Total	**0.10**

4. Cash and cash equivalents

Particulars	As at March 31, 2026
Balances with banks	
- in current accounts	0.59
Total	**0.59**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

5. Share Capital

a. Authorised Equity Share Capital

Particulars	No. of shares	Amount
As at December 16, 2025		
Increase during the period	10,000	0.10
As at March 31, 2026	**10,000**	**0.10**

First Energy 15 Private Limited

Notes to the financial statements for the period from December 16, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

b. Issued, Subscribed and Paid up Share Capital

Equity shares of ₹10 each

Particulars	No. of shares	Amount
As at December 16, 2025	**-**	**-**
Changes during the period	10,000	1.00
As at March 31, 2026	**10,000**	**1.00**

c) Terms/Rights attached to the equity shares

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

d. Equity shares held by ultimate holding / holding company

Particulars	As at March 31, 2026	
	No. of shares	Amount
Holding company		
First Energy Private Limited (Including shares held by nominee shareholders)	10,000	1.00
Equity shares of ₹ 10 each		

e. Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026
(i) First Energy Private Limited, India	
% Holding	100.00%
No. of shares	8,000,000

f. Shares held by promoters at the end of the period

Name of Promoter	As at March 31, 2026		% of change during the period
	Number of shares	% of total number of shares	
First Energy Private Limited, India	10,000	100.00%	100.00%

g. Aggregate number of shares issued for consideration other than cash :

There are no shares issued for consideration other than cash or by way of bonus shares during the current or previous year.

6. Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Retained Earnings		-
Opening Balance	-	-
Add : Loss for the period	(0.99)	-
Add : Other Comprehensive Income	-	-
	(0.99)	-
Total	**(0.99)**	**-**

7. Trade and Other Payables (Current)

Particulars	As at March 31, 2026
Total outstanding dues of micro enterprises and small enterprises	0.62
Total outstanding dues of creditors other than micro enterprises and small enterprises	
i) Others	0.00
Total	**0.62**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	0.54	-	0.08	-	-	-	0.62
(ii) Others			0.00	-	-	-	0.00
Total	**0.54**	**-**	**0.08**	**-**	**-**	**-**	**0.62**

9. Other Current Liabilities

Particulars	As at March 31, 2026
Statutory dues payable	0.06
Total	**0.06**

10. Other Expenses

Particulars	December 16, 2025 to March 31, 2026
Rates and taxes	0.30
Legal and professional fees	0.51
Auditor's remuneration (Refer note below)	0.18
Total	**0.99**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current period.

Note: Auditor's remuneration

Particulars	December 16, 2025 to March 31, 2026
Statutory Audit Fees (Including GST)	0.18
Total	**0.18**

11 Loss per share

Particulars	December 16, 2025 to March 31, 2026
Net Loss attributable to the Equity shareholders of the Company	-0.99
Weighted average number of Equity shares of Rs.10/- each	10,000
Basic and Diluted Loss per share	**(9.90)**

Notes to the financial statements for the period from December 16, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

11. Contingent Liabilities and commitments

There are no liabilities of contingent nature.

Capital and other commitment

There are no capital or other commitment.

12. Related party disclosures

A Immediate Holding Company

First Energy Private Limited

B Ultimate Holding Company

RDA Holdings Private Limited

C Intermediate Holding Company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel:

1 Mr. Deepak Joshi - Director

2 Mr.Srinivas Nukala - Director

3 Mr.Ganesh Gopalkrishanan - Director

E Transactions with Related parties:

Particulars	December 16, 2025 to March 31, 2026
(a) Transactions during the year	
With Immediate Holding Company	
First Energy Private Limited	
Subscription for equity shares by holding company	1.00

F Terms and conditions

The transactions entered with related parties are at arm's length basis.

13. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particulars	As at March 31, 2026
Trade payable	0.62
Total	**0.62**
Current liabilities	0.62
Non current liabilities	-
Total	**0.62**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Break-up of financial assets carried at amortised cost

Particulars	As at March 31, 2026
Other financial assets	0.10
Cash and cash equivalents	0.59
Total	**0.69**
Current assets	0.59
Non-current assets	0.10
Total	**0.69**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

16 Financial risk management

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents are derived directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

The management of the company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk, price risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a) 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 does not have any exposure to interest rate changes at the end of the reporting period, currently as there is no borrowings with variable rates.

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the current year and comparative period and hence not exposed to any foreign currency risk.

c) Price risk

The Company's investments are susceptible to market risk arising from uncertainties about future values of the investment securities. These securities are unquoted. The Company manages the price risk through placing limits on individual and total equity/ mutual fund investments. Reports on the investment portfolio are submitted to the management on a regular basis. The Company is not currently exposed significantly to such risks

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is currently exposed to credit risk from its operating activities from its investing activities, including deposits with banks.

Credit risk from balances with banks and financial institutions is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for the assets is immaterial.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2026 is the carrying amounts as disclosed in notes to accounts.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

As at March 31, 2026

Particulars	On demand	< 1 year	1 to 3 years	3 to 5 years	> 5 years
Non- derivative					
Trade Payables	-	0.62	-	-	-

15. Analytical ratios

S. No.	Particulars	Numerator	Denominator	As at March 31, 2026
1	Current Ratio	Current Assets	Current Liabilities	0.87
2	Debt-Equity Ratio	Total Debt	Shareholders' Equity	0.00
3	Return on equity ratio	Net Profits after taxes before exceptional items	Shareholder's Equity	-19800.00%
4	Return on investment	Earning before interest and taxes	Total assets	-143.48%
5	Return on capital employed	Earning before interest and taxes	Capital Employed	-9900.00%
6	Trade payables turnover Ratio	Net Credit Purchases	Average Trade Payables	1.59

Capital employed = Tangible Net worth + total debt

16. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Particulars	As at March 31, 2026
Borrowings	-
Less: Cash and cash equivalents (includes other bank balances)	0.59
Net cash portion	**-0.59**

17. Segment information

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz. "Producer of power through renewable energy source". Hence, the Company does not have any reportable segment as per IND AS-108 "Operating Segments".

19. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Based on the information available with the Company, none of the vendors fall under the definition of micro, small and medium enterprises.

Particulars	As at March 31, 2026
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	
- Principal amount outstanding (whether due or not) to micro and small enterprises*	0.62
- Interest due thereon	0.00
The amount of interest paid by the Company 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	-
The amount of payment made to the supplier beyond the appointed day during the year	-
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	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	0.00
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.	0.00

19. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current year and comparative period.

(iv) There is no income surrendered or disclosed as income during the current year or comparative period in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Notes to the financial statements for the period from December 16, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

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

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

a. 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

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

20. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode.

21. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes.

23. The Company was incorporated on December 16, 2025 . Therefore, comparative financial statements are for the period December 16, 2025 to March 31, 2026.

For Prasad Kulkarni and Associates
Firm Registration Number: 125063W

CA Prasad S. Kulkarni
Proprietor
Membership Number: 113606

Place: Pune
Date: 30 April 2026
UDIN :26113606OBHLWL8597

For and on behalf of the Board of Directors of
First Energy 15 Private Limited

Deepak Joshi
Director
DIN : 11004466

Srinivas Nukala
Director
DIN : 11072006

Place : Pune
Date : 30/04/2026

JALANSAR WIND ENERGY PRIVATE LIMITED

Board of Directors
Ravi Damaraju
Sumit Rathi
Anjali Lothe

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014.

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Bankers
Yes Bank Limited

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure to present the Nineth Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	92.31	92.81
Profit before finance cost, depreciation, and tax	70.83	71.82
Finance Cost	46.80	52.16
Profit before depreciation and tax	24.03	19.66
Depreciation and impairment	31.01	31.01
Profit/(Loss) before tax	(6.98)	(11.35)
Provision for taxation (incl. deferred tax)	-	-
Items that are not to be reclassified to profit or loss	-	-
Profit/(Loss) after tax	(6.98)	(11.35)

State of Company's Affairs

The company has commissioned a Renewable Energy Project with a Solar capacity of 1.1 MW/ 1.6 MWp in December 2022 and has been operational since then.

The Board of Directors of Jalansar Wind Energy Private Limited ("Transferor Company") and Kanakal Wind Energy Private Limited ("Transferee Company") have approved a Scheme of Amalgamation under Section 233 and other applicable provisions of the Companies Act, 2013 at their respective Board Meetings held on February 4, 2026.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves

During the year, the company has not transferred any amount to the General Reserve.

Share Capital

During the year there were no changes in the capital structure of the company. The Paid-up Share Capital of the Company is Rs. 2,21,50,000 divided into 22,15,000 Equity Shares of Rs.10 each. The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its renewable energy business and has drawn a mitigation plan to address the same –

- **Land Risk :** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources :** This type of risk involved the risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also contracts competent local infra partners having experience and capability.
- **Renewable Sources and Grid Availability :** The major risk identified by the Company is generation loss due to lower radiation and Grid failures. The Company continuously studies the radiation levels with historical data from reliable sources. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- **Plant Uptime and Soiling Losses :** This type of risk involves the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using water cleaning modules at regular frequency.
- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed

of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers health and safety.

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication : HSE Moment/Lessons Learnt : Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability, Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training : HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors.
- HSE Digitalisation : HSE digital software implemented for hazard reporting and risk behaviour reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Ms. Anjali Lothe (DIN: 10134848) retires by rotation and being eligible offers, herself for re-appointment. The proposal of re-appointment forms part of the Notice of the Nineth AGM of the Company.

During the year, there were no changes in the Directors of the Company.

Board Meetings

The Board met four times during the year under review on April 30, 2025, July 21, 2025, November 4, 2025 and February 4, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs during the year.

Directors' Responsibility Statement

In terms of Section 134 of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026 and of the loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Board for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 1 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar and associated Renewable energy generation sources for commercial & industrial customers.

As a part of its "Build-Green" initiatives, the Company has installed solar powered Robots to clean the solar modules at the Opex projects thus ensuring waterless cleaning. In the case of Technology absorption, the Company used higher rated (540 & 550Wp) Monoperc PV models with better efficiency. The structure is designed to withstand the wind load. Robot technology is being adopted for cleaning the modules and this will help to conserve water and reduce soiling losses.

In the case of Technology absorption, the Company used higher rated (>540Wp) Monoperc PV modules with better efficiency, a structure designed to string type Solar Inverters designed for outdoor installation.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the company, will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the Company. The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant or material orders passed by the Regulators / Courts.

JALANSAR WIND ENERGY PRIVATE LIMITED

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

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

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of onetime settlement with any Bank or Financial Institution.

Statutory Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five year from the conclusion of the 6th Annual General Meeting (AGM) till the conclusion of the 11th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
Jalansar Wind Energy Private Limited

Ravi Damaraju
Director
DIN: 09554649

Sumit Rathi
Director
DIN: 07727272

Pune, April 29, 2026

Annexure 1

Form No. AOC-2

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

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

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

The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

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

There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 25 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
Jalansar Wind Energy Private Limited

Ravi Damaraju
Director
DIN: 09554649

Sumit Rathi
Director
DIN: 07727272

Pune, April 29, 2026

JALANSAR WIND ENERGY PRIVATE LIMITED

Independent auditor's report

To the Members of Jalansar Wind Energy Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Jalansar Wind Energy Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the financial statements

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

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

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

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

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 32(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 32 (viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has not paid any remuneration to its directors during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159ATITLP3309
Place: Pune
Date: May 04, 2026

JALANSAR WIND ENERGY PRIVATE LIMITED

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of Jalansar Wind Energy Private Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Jalansar Wind Energy Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

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

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159ATITLP3309
Place: Pune
Date: May 04, 2026

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of Jalansar Wind Energy Private Limited on the financial statements as of and for the year ended March 31, 2026

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

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

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties, as disclosed in Note 3 to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. The Company has not made any investments, granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Therefore, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company..

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority .

(c) The Company has not obtained any term loans during the year ended March 31, 2026 and there was no unutilized balance of term loan obtained in earlier years as on April 1, 2025. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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 procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

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

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related

Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

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

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

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159ATITLP3309
Place: Pune
Date: May 04, 2026

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particular	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3	707.82	738.82
Financial assets			
(a) Other financial assets	4(a)	0.71	0.71
Deferred tax assets (net)	5	-	-
Income tax assets (net)	6	0.22	0.26
Other non-current assets	9(a)	1.53	-
Total non-current assets		**710.28**	**739.79**
Current assets			
Financial assets			
(a) Trade receivables	7	8.13	8.59
(b) Cash and cash equivalents	8(a)	12.33	6.98
(c) Bank balance other than (b) above	8(b)	23.34	23.61
(d) Other financial assets	4(b)	0.43	0.26
Other current assets	9(b)	2.03	2.16
Total current assets		**46.26**	**41.60**
Total Assets		**756.54**	781.39
EQUITY AND LIABILITIES			
Equity			
Equity share capital	10	221.50	221.50
Other equity	11	(46.07)	(39.09)
Total Equity		**175.43**	**182.41**
Liabilities			
Liabilities			
Non-current liabilities			
Financial liabilities			
(a) Borrowings	12(a)	464.00	484.99
Contract liabilities	13(a)	47.01	49.82
Total Non-current liabilities		**511.01**	**534.81**
Current liabilities			
Financial liabilities			
(a) Borrowings	12(b)	49.33	47.31
(b) Trade payables	14		
i) total outstanding dues of micro enterprises and small enterprises		3.41	2.08
ii) total outstanding dues of creditors other than micro enterprises and small enterprises		5.19	2.53
(c) Other financial liabilities	15	4.64	4.64
Contract liabilities	13(b)	7.36	7.40
Other current liabilities	16	0.17	0.21
Total current liabilities		**70.10**	**64.17**
Total Equity and Liabilities		**756.54**	**781.39**

Summary of material accounting policies 2

The above Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date: May 4, 2026

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particular	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	17	90.70	90.69
Other income	18	1.61	2.12
Total Income		**92.31**	**92.81**
Expenses			
Finance costs	19	46.80	52.16
Depreciation expense	20	31.01	31.01
Other expenses	21	21.48	20.99
Total Expenses		**99.29**	**104.16**
Loss before tax		**(6.98)**	**(11.35)**
Tax expense		-	-
Deferred tax	5	-	-
Total tax expense		**-**	**-**
Loss for the year		**(6.98)**	**(11.35)**
Total comprehensive income for the year		**(6.98)**	**(11.35)**
Loss per equity share			
Basic & Diluted [nominal value per share ₹ 10/-]	22	(0.32)	(0.51)

Summary of material accounting policies 2

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our report of even date

For and on behalf of the Board of Directors of Jalansar Wind Energy Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Place: Pune
Date: April 29, 2026

JALANSAR WIND ENERGY PRIVATE LIMITED

Cash flow statement for the year ended March 31, 2026

(All amounts are in Rupees Lakhs , except stated otherwise)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A)	**Cash flows from operating activities**		
	Loss before tax	(6.98)	(11.35)
	Adjustments for		
	Depreciation expense	31.01	31.01
	Finance costs	46.80	52.16
	Interest income from financial assets at amortised cost	(1.56)	(1.86)
	Provision no longer required written back	(0.04)	(0.25)
	Working capital adjustments		
	(Increase)/ decrease in trade receivables	0.46	(0.51)
	(Increase) in other assets	(1.40)	(0.06)
	Increase/ (decrease) in trade payables	4.03	(0.63)
	Increase/ (decrease) in contract and other liabilities	(7.42)	14.25
	Increase/(decrease) in other current liabilities	(0.04)	0.22
	Cash generated from operating activities	**64.86**	**82.98**
	Income taxes paid net of refund received	0.04	(0.13)
	Net cash generated from operating activities	**64.90**	**82.85**
B)	**Cash flows from investing activities**		
	Fixed deposits redeemed	23.61	-
	Fixed deposits placed with banks	(23.34)	(0.14)
	Interest received	1.40	1.92
	Net cash flows from investing activities	**1.67**	**1.78**
C)	**Cash flows from financing activities**		
	Repayment of borrowings	(20.55)	(37.00)
	Interest paid	(40.67)	(48.58)
	Net cash flows used in financing activities	**(61.22)**	**(85.58)**
	Net decrease in cash and cash equivalents	**5.35**	**(0.95)**
	Cash and cash equivalents at the beginning of the financial year	6.98	7.93
	Cash and cash equivalents at the end of the financial year	**12.33**	**6.98**

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

	March 31, 2026	March 31, 2025
Cash and cash equivalents [refer note 8(a)]	12.33	6.98
Balances as per Statement of Cash Flows	**12.33**	**6.98**

Notes:

i) The Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer note 12(b) for net debt reconciliation

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of Jalansar Wind Energy Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Place: Pune
Date: April 29, 2026

Statement of changes in equity for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A. Equity Share Capital

Particulars	Amount
As at April 1, 2024	**221.50**
Issued during the year	-
As at March 31 2025	**221.50**
Issued during the year	-
As at March 31, 2026	**221.50**

B. Other Equity

Particulars	Retained Earnings	Total
As at April 1, 2024	**(27.74)**	**(27.74)**
Loss for the year	(11.35)	(11.35)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	**(11.35)**	**(11.35)**
As at March 31 2025	**(39.09)**	**(39.09)**
Loss for the year	**(6.98)**	**(6.98)**
Other comprehensive income for the year	-	-
Total comprehensive income for the year	**(6.98)**	**(6.98)**
As at March 31, 2026	**(46.07)**	**(46.07)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of
Jalansar Wind Energy Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Place: Pune
Date: April 29, 2026

JALANSAR WIND ENERGY PRIVATE LIMITED

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1 Corporate information

Jalansar Wind Energy Private Limited ("the Company") is a private limited company domiciled in India and incorporated on March 27, 2017 under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business as a producer of solar power.

The address of the Company's registered office is Fountainhead Tower 1, Viman Nagar, Pune – 411014, India. The Board of Directors have authorized these financial statements on April 29, 2026. The CIN of the Company is U40300PN2017PTC219725.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

(b) Historical cost convention

The financial statements have been prepared on the historical cost convention;

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. The transaction price is adjusted for significant financing component, if any and the adjustment is accounted as finance cost. Revenue recognized pertains to units of electricity supplied to consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in power purchase agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

Variable consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue.

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

b. Property, Plant and Equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15

c. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs pertaining to qualifying assets are presented as part of financing activities in statement of cash flows.

d. Deferred Tax

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Financial assets

All financial assets (excluding trade receivables which do not contain a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss. There are currently no debt securities which are carried at FVTPL.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c. Property, Plant and Equipment (PPE)

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the

item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Income recognition

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the Statement of Profit and Loss.

e. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

f. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

g. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

h. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of Profit and Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

i. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

j. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

k. Contingent liabilities

A disclosure for a contingent liability is made where there is a

possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

l. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

m. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Impairment of property, plant and equipment

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected generation based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would lead to recoverable amount and conclusion on impairment assessment.

ii. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

iii. Deferred taxes

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

2.5. Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3. Property, Plant and Equipment

Particulars	Land Freehold	Solar Power Plant	Total
Gross Block			
As at April 1, 2024	25.93	782.64	808.57
Additions	-	-	-
Deletion	-	-	-
As at March 31, 2025	**25.93**	**782.64**	**808.57**
Additions	-	-	-
Deletion	**-**	**-**	**-**
As at March 31, 2026	**25.93**	**782.64**	**808.57**
Depreciation			
As at April 1, 2024	-	38.74	38.74
For the year	-	31.01	31.01
Deductions	-	-	-
As at March 31, 2025	**-**	**69.75**	**69.75**
For the year	-	31.01	31.01
Deductions	-	-	-
As at March 31, 2026	**-**	**100.75**	**100.76**
Net Block			
As at March 31, 2025	**25.93**	**712.89**	**738.82**
As at March 31, 2026	**25.93**	**681.89**	**707.82**

i) See note 12 for information on property, plant and equipment pledged as security by the Company.

ii) See note 24 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

4(a). Other financial assets (Non-current)

Particular	As at March 31, 2026	As at March 31, 2025
Security deposits	0.71	0.71
Total	**0.71**	**0.71**

4(b). Other financial assets (Current)

Particular	As at March 31, 2026	As at March 31, 2025
Interest accrued on fixed deposits	0.43	0.26
Total	**0.43**	**0.26**

JALANSAR WIND ENERGY PRIVATE LIMITED

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

5. Deferred Tax Assets (net)

Particular	As at March 31, 2026	As at March 31, 2025
Deferred tax asset		
Losses available for offsetting against future taxable income	128.18	112.41
Others	13.68	14.40
Total	**141.86**	**126.81**
Deferred tax liability		
Property, plant and equipment	137.06	121.82
Ind AS impact on borrowings	4.80	4.99
Total	**141.86**	**126.81**
Total	**-**	**-**

The Company has tax losses of Rs. 23.92 lakhs (March 31, 2025: Rs. 18.46 lakhs) that are available for offsetting of future taxable profits. Deferred tax assets have not been recognised in respect of these losses as they may not be used to offset taxable profits elsewhere in the Company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Company was able to recognise all unrecognised deferred tax assets, the profit for the year would increase by Rs. 6.02 lakhs (March 31, 2025: 4.65 lakhs).

Particulars	Expiry Date	As at March 31 2025		As at March 31 2024	
		Amount	Tax Impact	Amount	Tax Impact
Unabsorbed depreciation	No expiry period	23.92	6.02	18.46	4.65
Total		**23.92**	**6.02**	**18.46**	**4.65**

The income tax expense consists of following:

Particular	As at March 31, 2026	As at March 31, 2025
Current tax expense	-	-
Deferred tax (benefit) / charge	-	-
	-	**-**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follows:

Particular	As at March 31, 2026	As at March 31, 2025
Loss before tax	(6.98)	(11.35)
Income tax rate	25.17%	25.17%
Expected tax expense /(credit)	(1.76)	(2.86)
Losses on which deferred tax asset has not been recognised	1.76	2.86
Total tax expense	**-**	**-**

6. Income Tax Assets (net)

Particular	As at March 31, 2026	As at March 31, 2025
Opening Balance	0.26	0.13
Less: Refund received during the year	(0.19)	-
Add: Taxes paid during the year	0.15	0.13
Total	**0.22**	**0.26**

7. Trade Receivables

Particular	As at March 31, 2026	As at March 31, 2025
Trade Receivables		
- Unbilled*	8.13	8.59
- Billed	-	-
Total	**8.13**	**8.59**
Break-up for security details:		
Trade receivables considered good - Unsecured	8.13	8.59
Trade receivables which have a significant increase in credit risk	-	-
Trade receivables- credit impaired	-	-
	8.13	**8.59**
Less: impairment allowance	-	-
Total	**8.13**	**8.59**

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 receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivable is 'unbilled' because the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Trade Receivables ageing

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables- considered good	8.13	-	-	-	-	-	-	8.13
Total	**8.13**	**-**	**-**	**-**	**-**	**-**	**-**	**8.13**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables- considered good	8.59	-	-	-	-	-	-	8.59
Total	**8.59**	**-**	**-**	**-**	**-**	**-**	**-**	**8.59**

8(a). Cash and cash equivalents

Particular	As at March 31, 2026	As at March 31, 2025
Balance with Bank		
- In current accounts	12.33	6.98
Total	**12.33**	**6.98**

8(b). Other bank balances

Particular	As at March 31, 2026	As at March 31, 2025
Balance with bank		
Deposits with original maturity of more than three months less than twelve months*	23.34	23.61
Total	**23.34**	**23.61**

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

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

*Includes Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract amounting to INR 23.34 lakhs (March 31, 2025: Rs 23.61 lakhs).

9(a). Other non-current assets

Particular	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	1.53	-
Total	**1.53**	**-**

9(b). Other current assets

Particular	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	2.03	2.16
Total	**2.03**	**2.16**

10. Equity Share capital

a. Authorised Share Capital

Equity shares of ₹ 10 each

Particular	No. of Shares	Amount
As at April 1, 2024	**3,350,000**	**335.00**
Increase during the year	-	-
As at March 31 2025	**3,350,000**	**335.00**
Increase during the year	-	-
As at March 31, 2026	**3,350,000**	**335.00**

b. Issued, Subscribed and Fully Paid up Share Capital

Equity shares of ₹ 10 each

Particular	No. of Shares	Amount
As at April 1, 2024	**2,215,000**	**221.50**
Changes during the year	-	-
As at March 31 2025	**2,215,000**	**221.50**
Changes during the year	-	-
As at March 31, 2026	**2,215,000**	**221.50**

c. Terms/Rights attached to the equity shares

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

d. Equity shares held by holding company

Name of Company	As at March 31 2025		As at March 31 2024	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Private Limited (including 6 shares held by nominee shareholders)	1,639,000	163.90	1,639,000	163.90
Equity shares of ₹ 10 each				

e. Details of shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited, India		
% Holding	74.00%	74.00%
No. of shares	1,639,000	1,639,000
(ii) Indoco Remedies Limited		
% Holding	26.00%	26.00%
No. of shares	576,000	576,000

f. Shares held by promoters at the end of the year

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited	1,639,000	74.00%	1,639,000	74.00%	-

Refer note 12(a)(ii) for pledge of shares of holding company.

(g) Aggregate number of shares issued for consideration other than cash :

There were no buy back of shares/issue of shares for consideration other than cash during the period of five years immediately proceding the reporting date.

11. Other Equity

Particular	As at March 31, 2026	As at March 31, 2025
Retained earnings		
Opening balance	(39.09)	(27.74)
Add: Loss for the year	(6.98)	(11.35)
Total	**(46.07)**	**(39.09)**

12(a). Non-current borrowings

Particular	As at March 31, 2026	As at March 31, 2025
Secured loans from Bank		
Indian rupee loans from banks*	488.99	509.44
Less: Current maturities of long-term debt (included in current borrowings)	24.99	24.45
	464.00	484.99
Total	**464.00**	**484.99**
After considering unamortised expense of Rs.19.08 lakhs as at March 31, 2026 (March 31, 2025 - Rs 19.83 lakhs).		
Aggregate secured borrowings	464.00	484.99
Aggregate unsecured borrowings	-	-

(a) Loans are measured at amortised cost.

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the project (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the Company held by the holding company.

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Secured borrowings					
Loan from Yes Bank	March 31, 2042	76 structured quarterly Installment started from June 30, 2023	3 Month T Bill + 2.06 Spread	488.99	509.44

(ii) Details of security

ndian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and on all current assets of the project (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of the total shares of the Company, held by the holding company.

12(b). Borrowings (current)

Particular	As at March 31, 2026	As at March 31, 2025
Secured loans		
Working capital demand loan		
Current maturities of long-term debt	24.99	24.45
Unsecured loans		
Loan from Holding Company	24.34	22.86
Total	**49.33**	**47.31**
Aggregate secured borrowings	24.99	24.45
Aggregate unsecured borrowings	24.34	22.86

Particular	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Unsecured borrowings					
Loan from holding company	June 22, 2026 (Previous year - June 25, 2025)	Single payment at end of the term	7.51% (March 31, 2025 - 8.45%)	24.34	22.86

Net debt reconciliation

Particular	As at March 31, 2026	As at March 31, 2025
Borrowings	(513.33)	(532.30)
Other Bank Balance	23.34	23.61
Cash and cash equivalents	12.33	6.98
Net debt	**(477.66)**	**(501.71)**

Particular	Other assets		Liabilities from financing activities	Total
	Cash and cash equivalents	Other Bank Balance	Borrowings including accrued interest	
Net debt as at April 1, 2024	**7.93**	**23.47**	**(570.33)**	**(538.93)**
Cash flows	(0.95)	0.14	37.00	36.19
Interest Expenses	-	-	(47.55)	(47.55)
Interest paid	-	-	48.58	48.58
Net debt as at March 31, 2025	**6.98**	**23.61**	**(532.30)**	**(501.71)**
Cash flows	5.35	(0.27)	20.55	25.63
Interest Expenses	-	-	(42.25)	(42.25)
Interest paid	-	-	40.67	40.67
Net debt as at March 31, 2026	**12.33**	**23.34**	**(513.33)**	**(477.66)**

During the period, the Company has used all the borrowings for the specific purpose for which they have been obtained.

13(a). Contract liabilities (Non-current)

Particular	As at March 31, 2026	As at March 31, 2025
Unearned revenue	47.01	49.82
Total	**47.01**	**49.82**

13(b). Contract liabilities (Current)

Particular	As at March 31, 2026	As at March 31, 2025
Unearned revenue	7.36	7.40
Total	**7.36**	**7.40**

14: Trade payables

Particular	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (Refer note 30)	3.41	2.08
Total dues of creditors other than micro enterprises and small enterprises		
i) Related parties (Refer note 25)	3.86	-
ii) Others	1.33	2.53
Total	**8.60**	**4.61**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	3.41	-	-	-	-	-	3.41
(ii) Others	1.07	-	4.12	-	-	-	5.19
Total	**4.48**	**-**	**4.12**	**-**	**-**	**-**	**8.60**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	2.04	-	-	-	0.04	-	2.08
(ii) Others	2.33	0.06	0.14	-	-	-	2.53
Total	**4.37**	**0.06**	**0.14**	**-**	**0.04**	**-**	**4.61**

15. Other financial liabilities (current)

Particular	As at March 31, 2026	As at March 31, 2025
Payable for property plant & equipment (Refer Note 21)	4.64	4.64
Total	**4.64**	**4.64**

Notes to financial statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

16. Other current liabilities

Particular	As at March 31, 2026	As at March 31, 2025
Statutory tax payables	0.1 7	0.21
Total	**0.17**	**0.21**

17 Revenue from operations

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contract with customers:		
Revenue from power supply	90.70	90.69
Total	**90.70**	**90.69**

Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	90.70	90.69
At a point-in-time basis	-	-
Total revenue from contracts with customers	**90.70**	**90.69**
ii) Revenue by geographical market:		
Within India	90.70	90.69
Outside India	-	-
Total revenue from contracts with customers	**90.70**	**90.69**

iii) Contract balances

The following table provides information about contract balances from contracts with customers as at the reporting date:

Particular	As at March 31, 2026	As at March 31, 2025
Contract Liabilities (Refer note 13(a) and 13(b))	54.37	57.22

The contract liabilities relate to unearned revenue where performance obligations are yet to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised, with no impact on the Company's cash positions.

Movement in contract liabilities is on account of net impact of finance cost accrued and revenue recognised on fulfillment of performance obligation during the year.

iv) Reconciliation between revenue recognised in Statement of profit and loss and contract price

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract price	83.25	82.93
Adjustments for:		
Significant Financing Component	7.45	7.76
Total Revenue recognised	**90.70**	**90.69**

v) Revenue recognised in the reporting period that was included in the contract liabilities balance at the beginning of the year:

Unearned revenue	7.45	7.76

vi) The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

18 Other income

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income from financial assets at amortised cost	1.56	1.86
Interest on income tax and sales tax refund	0.01	0.01
Provision no longer required written back	0.04	0.25
Total	**1.61**	**2.12**

19 Finance costs

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expenses on financial liabilities measured at amortised cost		
- to bank	40.61	45.86
- to holding company	1.64	1.69
Other finance cost	4.55	4.61
Total	**46.80**	**52.16**

20 Depreciation Expense

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	31.01	31.01
Total	**31.01**	**31.01**

21 Other expenses

Particular	For the year ended March 31, 2025	For the year ended March 31, 2025
Operation & Maintenance Charges	4.98	5.11
Site Expenses	1.60	1.66
Electricity expenses	2.77	2.66
Rates and taxes	0.62	0.58
Insurance	1.03	1.29
Technical charges	0.54	0.21
Travelling and conveyance	-	0.12
Communication expenses	0.08	-
Professional charges	3.97	3.55
Auditor's remuneration (refer note below)	0.59	0.59
Management fees	4.17	4.02
Miscellaneous expenses	1.13	1.20
Total	**21.48**	**20.99**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current and previous year.

Note: Auditor's remuneration

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory Audit Fees (Including GST)	0.59	0.59
Total	**0.59**	**0.59**

22 Loss per share

Particular	As at March 31, 2026	As at March 31, 2025
Net Loss attributable to the Equity shareholders of the Company	(6.98)	(11.35)
Weighted average number of Equity shares of Rs.10/- each	2,215,000	2,215,000
Basic and Diluted Loss per share	**(0.32)**	**(0.51)**

23 Contingent liabilities

There are no liabilities of contingent nature.

24. Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Nil (March 31, 2025 - Nil).

25 Related party disclosures

A Holding Company

First Energy Private Limited

B Ultimate Holding Company

RDA Holding Private Limited

C Intermediate Holding Company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Entities under common control with whom there have been transactions during the year:

First Energy 2 Private Limited

Kanakal Wind Energy Private Limited

E Key Management Personnel:

1 Mr. Ravi Damaraju - Director

2 Mr. Mitish Somani - Director (Till April 5, 2024)

3 Mr. Sandeep Mandke - Director (Till May 2, 2024)

4 Mr. Sumit Rathi - Director (w.e.f. April 4, 2024)

5 Ms. Anjali Lothe - Director (w.e.f. June 24, 2024)

6 Mr. Chandrasekar Sureshnathan - Director (w.e.f. May 2, 2024 till June 25, 2024)

F Transactions with Related parties:

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
With Immediate Holding Company		
First Energy Private Limited		
Management fees	4.17	4.02
Interest charged	1.64	1.69
Entities under common control		
First Energy 2 Private Limited		
Reimbursement of expenses paid	-	0.53

G Outstanding balances

Particular	March 31, 2026	March 31, 2025
With Immediate Holding Company		
First Energy Private Limited		
Payable for property, plant and equipment	4.64	4.63
Trade payables	3.86	-
Borrowings	24.34	22.86

H Terms and conditions

All outstanding balances are unsecured, interest free except for borrowings, and payable in cash. For details of interest on borrowings, refer note 12.

The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

26. Fair value measurements

Break up of financial liabilities carried at amortised cost

Particular	As at March 31, 2026	As at March 31, 2025
Trade payables	8.60	4.61
Other liabilities	4.64	11.41
Borrowings	513.33	525.53
Total	**526.57**	**541.55**
Current liabilities	62.57	56.56
Non current liabilities	464.00	484.99
Total	**526.57**	**541.55**

Break-up of financial assets carried at amortised cost

Particular	As at March 31, 2026	As at March 31, 2025
Trade receivables	8.13	8.59
Other financial assets	1.14	0.97
Cash and cash equivalents	12.33	6.98
Bank balances other than cash and cash equivalents	23.34	23.61
Total	**44.94**	**40.15**
Current assets	44.23	39.44
Non-current assets	0.71	0.71
Total	**44.94**	**40.15**

The carrying value of trade receivables, cash and cash equivalents, bank balances, other financial assets, trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable or in case of fixed rate borrowings, movements in interest rates from the recognition of such financial instrument till period end not being material.

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

27 Financial risk management

The Company's principal financial liabilities, comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, and cash and cash equivalents that it derives directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

Management of the Company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. Management of the Company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and currency risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

The sensitivity analyses in the following sections relate to the position as at March 31, 2025 and March 31, 2026.

a 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 exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	March 31, 2026	March 31, 2025
Variable rate borrowings	488.99	509.44

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's loss before tax is affected through the impact on floating rate borrowings, as follows:

March 31, 2026

Particulars	Increase/decrease in %	Impact on loss before tax
Variable rate borrowings	Increase in 25 basis point	(1.28)
	Decrease in 25 basis point	1.28

March 31, 2025

Particulars	Increase/decrease in %	Impact on loss before tax
Variable rate borrowings	Increase in 25 basis point	(1.37)
	Increase in 25 basis point	1.37

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The company has not entered into any foreign currency transaction during the current year and comparative period and hence not exposed to any foreign currency risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk primarily from its trade receivables, security deposits, cash and cash equivalents and from its investing activities, including deposits with banks.

Expected credit loss for

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit ratings and risk of potential default based on defined credit risk parameters. An impairment analysis is performed based on expected credit loss model at each reporting date. The calculation is based on losses as per historical data and forward looking information. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in notes above. There is no charge of impairment to Statement of Profit and Loss in the current and previous year.

Balance with Banks

Credit risk from balances with banks is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

Other financial assets carried at amortised cost

The Company's other financial assets comprise security deposits held with state electricity authorities, which carry low credit risk. Accordingly, no loss allowance has been recognised.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on an on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	49.33	45.13	48.24	389.72	532.42
Trade payables	8.60	-	-	-	8.60
Other financial liabilities	4.64	-	-	-	4.64

March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	47.31	42.27	45.13	437.96	572.67
Trade payables	4.61	-	-	-	4.61
Other financial liabilities	4.64	-	-	-	4.64

28 Analytical ratios

S. No.	Particulars	Numerator	Denominator	For the year ended March 31, 2025	For the year ended March 31, 2023	Variance	Reasons for variance of more than 25%
1	Current Ratio	Current Assets	Current Liabilities	0.66	0.65	2%	Not applicable
2	Debt-Equity Ratio	Total Debt	Shareholders' Equity	2.93	2.92	0%	Not applicable
3	Debt Service Coverage Ratio	Earnings available for debt service (Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt Service (Interest + Principal Repayments)	1.16	0.81	43%	Refer note 2
4	Return on Equity	Net Profit/(loss) after taxes	Average Shareholder's Equity	-3.90%	-6.03%	35%	Refer note 1
5	Return on Investment	Investment income	Average investment	7.00%	7.91%	-12%	Not applicable
6	Return on Capital employed	Earning before interest and taxes	Capital Employed	5.78%	5.71%	1%	Not applicable
7	Net Profit Ratio	Net Profits/(loss) after taxes	Revenue	-7.70%	-12.52%	38%	Refer note 1
8	Trade Receivables turnover Ratio	Total Sales	Average Trade Receivable	10.85	10.88	0%	Not applicable
9	Trade payables turnover Ratio	Net Credit Purchases	Average Trade Payables	3.25	4.16	-22%	Not applicable
10	Net capital turnover Ratio	Total Sales	Working Capital	-3.80	-4.02	-5%	Not applicable

Working Capital = Current assets less Current liabilities

Capital employed = Tangible Net worth + total debt

Average = (Opening + Closing)/2

Note:

1. Increase in return on equity and net profit ratio is attributable to decrease in finance cost due to reduction in interest rate during the year.
2. Reduction in installment amount during the year based on the contractual terms resulted in increase in the debt service coverage ratio

29. Capital Management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Notes to financial statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particular	March 31, 2026	March 31, 2025
Borrowings including accrued interest	513.33	532.30
Less: Cash and cash equivalents (includes other bank balances)	35.67	30.59
Net debt	**477.66**	**501.71**
Equity	175.43	182.41
Net Debt to Equity	**2.72**	**2.75**

There is no material variation in debt to equity ratio.

Loan Covenants

Under the terms of the borrowing facilities, the Company is required to comply with the following financial covenants:

(i) Debt to Equity ratio of 3:1 is maintained;

(ii) Debt Service Coverage ration of 1.10x is maintained; and

(iii) Debt to Tangible net worth is less than or equal to 3:1

Financial Covenant are tested based on the audited financial statements annually within a period of 6 (six) months from the end of the relevant Financial Year.

There are no debt covenant breach during the year.

30. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
a)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
	- Principal amount outstanding (whether due or not) to micro and small enterprises	3.41	2.08
	- Interest due thereon	-	0.01
b)	The amount of interest paid by the Company 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	-	-
c)	The amount of payment made to the supplier beyond the appointed day during the year	4.82	0.70
d)	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	0.12	0.01
e)	The amount of interest accrued and remaining unpaid at the end of each accounting year	0.12	0.02
f)	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	0.41	0.29

31. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment. 100% of the revenue of the Company is from single customer.

32 Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current and previous year.

(iv) There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a. 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

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

33. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

34. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements of record retention..

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of
Jalansar Wind Energy Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Place: Pune
Date: April 29, 2026

KANAKAL WIND ENERGY PRIVATE LIMITED

Board of Directors
Ravi Damaraju
Sumit Rathi
Anjali Lothe

Registered Office
7th Floor, Fountainhead Tower 1,
Viman Nagar, Pune - 411014

Auditors
Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Bankers
Yes Bank Limited

DIRECTORS' REPORT

Dear Shareholder,

Your directors take pleasure to present the Nineth Annual Report, together with the audited financial statements of your Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	139.40	147.27
Profit before finance cost, depreciation, and tax	107.31	117.25
Finance Cost	68.18	76.19
Profit before depreciation and tax	39.13	41.06
Depreciation and impairment	46.19	46.19
Profit/(Loss) before tax	(7.06)	(5.13)
Provision for taxation (incl. deferred tax)	-	-
Items that are not to be reclassified to profit or loss	-	-
Profit/(Loss) after tax	(7.06)	(5.13)

State of Company's Affairs

The company has commissioned a Renewable Energy Project with a Solar capacity of 1.6MW/ 2.4 MWp in December 2022 and has been operational since then.

The Board of Directors of Jalansar Wind Energy Private Limited ("Transferor Company") and Kanakal Wind Energy Private Limited ("Transferee Company") have approved a Scheme of Amalgamation under Section 233 and other applicable provisions of the Companies Act, 2013 at their respective Board Meetings held on February 4, 2026.

Material changes affecting the Financial Position of the Company

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

Dividend

The directors do not recommend any dividend on equity shares.

Amount proposed to be carried to Reserves

During the year, the company has not transferred any amount to the General Reserve.

Share Capital

During the year there were no changes in the capital structure of the company. The Paid-up Share Capital of the Company is Rs. 3,32,30,000 divided into 33,23,000 Equity Shares of Rs.10 each. The Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity during the year.

Subsidiaries, Joint Ventures, and Associates

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2026.

Deposits

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. It has no unpaid/unclaimed deposits as on March 31, 2026.

Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act, with respect to loan, guarantee, investment or security are not applicable to your Company. The details of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

Restriction on purchase by the Company or giving of Loans by it for purchase of its shares

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company, Directors or Key Managerial Personnel, for purchase or to subscribe shares of the Company.

Business Risk Management

The Company has identified the below types of risks in its Solar business and has drawn a mitigation plan to address the same –

- **Land Risk:** The land title/ ownership data as per Government systems have certain degree of inaccuracies owing to prevalent old manual systems. This could result in delays in land acquisition and give rise to litigation. To mitigate this risk, the Company has an in-house Land expert and appointed a reputable legal agency to conduct Thirty Year Title Search Report (TSR) to clearly establish the ownership prior to land acquisition.
- **Risk of Right of Way (RoW) and Resources:** This type of risk involves risk of delays due to RoW during construction and the availability of resources as per the plan. To cope with this risk the Company plans advance tie-up for land parcels and NOCs from respective agencies. It also contracts competent local infra partners having experience and capability.
- **Renewable Sources and Grid Availability:** The major risk identified by the Company is generation loss due to lower radiation, and Grid failures. The Company continuously studies the radiation levels with historical data from reliable sources. It also carries out Load Flow Analysis and studies the data on power availability and quality from the Grid.
- **Plant Uptime and Soiling Losses:** This type of risk involved the risk of revenue loss due to breakdowns and soiling due to the unavailability of water. This risk can be mitigated by selecting competent and credible service partners for Operations & Maintenance. The Company is also using water cleaning modules at regular frequency.
- **Regulatory changes:** Due to continuous change in regulatory frameworks at state and central level, the arrangement of power off take with industrial consumers gets affected. The Company mitigates this risk for itself and the off takers by continuously monitoring and anticipating changes in policies. The Company also keeps the off takers duly informed

of such imminent changes, helping all stakeholders to discuss mitigation and timely execute amendments to off- takers contracts.

Health and Safety

Across all its operational assets, sites and offices, the company implements policies that covers health and safety.

The Company strives for continuous improvement and its objective is to establish the best safety practices at sites and operating assets.

During the year the Company took below health and safety initiatives:

- HSE Communication : HSE Moment/Lessons Learnt : Weekly HSE Moment is circulated to all employees and contractors and learnings are implemented.
- HSE Risk Management, Hazard Reporting and closure : Hazards are reported by employees and contractors and closure is monitored and supported by Management.
- HSE Promotion, HSE Campaigns : National Safety Week and Road Safety Week, Sustainability, Electrical Safety week was celebrated across the company involving contractors and employees and employee's family members.
- HSE Training : HSE training including Visitor Induction, Safety Induction and Risk based training is imparted to Contractors.
- HSE Digitalisation : HSE digital software implemented for hazard reporting and risk behaviour reporting.

Adequacy of Internal Financial Controls

The Company has adequate internal financial controls and those are operating effectively.

Directors

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Ms. Anjali Lothe (DIN: 10134848) retires by rotation and being eligible offers, herself for re-appointment. The proposal of re-appointment forms part of the Notice of the Nineth AGM of the Company.

During the year, there were no changes in the Directors of the Company.

Board Meetings

The Board met four times during the year under review on April 30, 2025, July 21, 2025, November 4, 2025 and February 4, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs during the year.

Directors' Responsibility Statement

In terms of Section 134(3)(c) of the Companies Act, 2013, the Directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) Appropriate accounting policies have been selected, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026 and of the loss of the Company for the year ended on that date;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The annual financial statements have been prepared on a going concern basis;

e) Proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Secretarial Standards

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

Details regarding frauds reported by Auditors under section 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

Related Party Transactions (RPT)

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Board for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 1 in Form No. AOC-2 and the same forms part of this report.

Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013, the requirement for maintenance of cost records is not applicable to the Company.

Conservation of energy and technological absorption

The Company is in the business of renewable energy. The Company aims to conserve the environment by bringing about significant change in methods of using energy through the application of Solar and associated Renewable energy generation sources for commercial & industrial customers.

As a part of its "Build-Green" initiatives, the Company has installed solar powered Robots to clean the solar modules at the Opex projects thus ensuring waterless cleaning. In the case of Technology absorption, the Company used higher rated (540 & 550Wp) Monoperc PV models with better efficiency. The structure is designed to withstand the wind load. Robot technology is being adopted for cleaning the modules and this will help to conserve water and reduce soiling losses.

In the case of Technology absorption, the Company used higher rated (>540Wp) Monoperc PV modules with better efficiency, a structure designed to string type Solar Inverters designed for outdoor installation.

Foreign Exchange Earnings and Outgo

There were no foreign exchange earnings and outgo during the year.

Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended, in respect of employees of the company, will be provided upon request.

In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the Company. The information is also available for inspection at the corporate office during working hours up to the date of the Annual General Meeting.

Significant and material orders passed by the Regulators or Courts

There are no significant or material orders passed by the Regulators / Courts.

Corporate Social Responsibility

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as of March 31, 2026. Hence, the provisions related to Corporate Social responsibility do not apply to the Company.

Disclosure under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your Company is committed to providing employees with a safe and conducive work environment. No cases were pending at the beginning of the year/ filed during the year, according to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Disclosure under Maternity Benefit Act, 1961

There were no cases to trigger a compliance for the Company under the provisions of the Maternity Benefit Act, 1961 during the year under report.

The Insolvency and Bankruptcy Code, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

Valuation

During the year under review, there is no instance of onetime settlement with any Bank or Financial Institution.

Statutory Auditors

M/s Price Waterhouse Chartered Accountants LLP, (Firm Registration Number. 012754N/N500016) were appointed as Statutory Auditors of the Company for a period of Five year from the conclusion of the 6th Annual General Meeting (AGM) till the conclusion of the 11th AGM. The Auditors' Report for FY 2025-26 does not contain any qualification, reservation, or adverse remark.

Acknowledgments

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well. They also place on record their appreciation for the dedication and contributions made by all the employees for their commitment, hard work, and support.

For and on behalf of the Board of Directors of
Kanakal Wind Energy Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN: 07727272

Pune, April 29, 2026

KANAKAL WIND ENERGY PRIVATE LIMITED

Annexure 1

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. **Details of contracts or arrangements or transactions not at arm's length basis:**

   The company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

2. **Details of material contracts or arrangement or transactions at arm's length basis:**

   There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 25 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
Kanakal Wind Energy Private Limited

Ravi Damaraju
Director
DIN : 09554649

Sumit Rathi
Director
DIN: 07727272

Pune, April 29, 2026

Independent auditor's report

To the Members of Kanakal Wind Energy Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Kanakal Wind Energy Private Limited ("the Company"), which comprise the Balance Sheet as at March 31 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and total comprehensive income (comprising of Loss and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit 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 Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

   Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

5. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

7. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

8. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

9. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 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 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.

10. 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.

11. 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.

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

13. As required by Section 143(3) of the Act, we report that:

    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(h)(vi) below.

    (g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

    (h) 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 does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026, under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 32(viii) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 32(viii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or paid any dividend during the year.

        vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account that has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software except that the audit trail has not been enabled at the database level to log any direct data changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has not paid any remuneration to its directors during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159OYIZID6541
Place: Pune
Date: May 04, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of Kanakal Wind Energy Private Limited on the financial statements as of and for the year ended March 31, 2026.

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Kanakal Wind Energy Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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.

Auditor's Responsibility

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to 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 controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159OYIZID6541
Place: Pune
Date: May 04, 2026

KANAKAL WIND ENERGY PRIVATE LIMITED

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of Kanakal Wind Energy Private Limited on the financial statements as of and for the year ended March 31, 2026

In terms of the information and explanations sought by us and furnished by the Company, and the books of account and records examined by us during the course of our audit, and to the best of our knowledge and belief, we report that:

i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.

(B) The Company did not have any intangible assets during the year and, accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The title deeds of all the immovable properties as disclosed in Note 3 to the financial statements, are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The Company is in the business of generating power from renewable energy sources and, consequently, does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. The Company has not made any investments, granted secured/ unsecured loans/ advances in nature of loans, or stood guarantee, or provided security to any parties. Therefore, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and services of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, income tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans during the year ended March 31, 2026 and there was no unutilized balance of term loan obtained in earlier years as on April 1, 2025. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not raised funds on short-term basis. Accordingly, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management. Accordingly, the reporting under clause 3(xi)(a) of the Order is not applicable to the Company.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial

statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.

(b) We were unable to obtain the Internal Audit Reports for the period January 01, 2026 to March 31, 2026 of the Company and, accordingly, the Internal Audit Reports have been considered by us for the purpose of our audit only to the extent those were made available to us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the director(s). Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial/ housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India. Accordingly, the additional reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and, accordingly, the reporting under clause 3(xviii) of the Order is not applicable to the Company.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

UDIN: 26110159OYIZID6541
Place: Pune
Date: May 04, 2026

KANAKAL WIND ENERGY PRIVATE LIMITED

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Non-current assets			
Property, plant and equipment	3	1,054.31	1,100.50
Financial assets			
(a) Other financial assets	4(a)	1.04	1.04
Deferred tax assets (net)	5	-	-
Income tax assets (net)	8	0.81	0.47
Other non-current assets	9(a)	1.87	-
Total non-current assets		**1,058.03**	**1,102.01**
Current assets			
Financial assets			
(a) Trade receivables	6	12.73	13.14
(b) Cash and cash equivalents	7(a)	34.19	23.72
(c) Bank balance other than (b) above	7(b)	34.74	35.15
(d) Other financial assets	4(b)	0.91	0.41
Other current assets	9(b)	2.20	2.55
Total current assets		**84.77**	**74.97**
Total Assets		**1,142.80**	**1,176.98**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	10	332.30	332.30
Other equity	11	(41.77)	(34.71)
Total equity		**290.53**	**297.59**
Liabilities			
Non-current liabilities			
Financial liabilities			
(a) Borrowings	12(a)	699.25	730.98
Contract liabilities	13(a)	70.50	74.73
Total non-current liabilities		**769.75**	**805.71**
Current liabilities			
Financial liabilities			
(a) Borrowings	12(b)	46.82	45.41
(b) Trade payables			
i) total outstanding dues of micro enterprises and small enterprises	14	1.43	2.69
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	14	16.66	7.39
(c) Other financial liabilities	15	6.25	6.87
Contract liabilities	13(b)	11.06	11.11
Other current liabilities	16	0.30	0.21
Total current liabilities		**82.52**	**73.68**
Total Equity and Liabilities		**1,142.80**	**1,176.98**

Summary of material accounting policies 2

The above Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

Statement of Profit and Loss for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No.	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Income			
Revenue from operations	17	136.39	139.23
Other income	18	3.01	8.04
Total Income		**139.40**	**147.27**
Expenses			
Finance costs	19	68.18	76.19
Depreciation expense	20	46.19	46.19
Other expenses	21	32.09	30.02
Total Expenses		**146.46**	**152.40**
Loss before tax		**(7.06)**	**(5.13)**
Tax expense			
Current tax		-	-
Deferred tax	5	-	-
Loss for the year		**(7.06)**	**(5.13)**
Other comprehensive income		**-**	**-**
Total comprehensive income for the year		**(7.06)**	**(5.13)**
Loss per equity share			
Basic & Diluted [nominal value per share ₹ 10/-]	22	(0.21)	(0.15)

Summary of material accounting policies 2

The above Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of Kanakal Wind Energy Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Place: Pune
Date : April 29, 2026

Cash flow statement for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
A)	**Cash flows from operating activities**		
	Loss before tax	(7.06)	(5.13)
	Adjustments for		
	Depreciation expense	46.19	46.19
	Finance costs	68.18	76.19
	Interest income on financial assets measured at amortised cost	(2.97)	(3.15)
	Provision no longer required written back	(0.04)	(4.89)
	Working capital adjustments		
	(Increase)/ decrease in trade receivables	0.41	(0.83)
	(Increase)/decrease in other assets	(1.52)	1.82
	Increase in trade payables	8.05	4.63
	Increase/ (decrease) in contract and other liabilities	(11.02)	21.35
	Increase in other financial liabilities	-	0.05
	Cash generated from operating activities	**100.22**	**136.23**
	Income taxes paid	(0.34)	(0.28)
	Net cash generated from operating activities	**99.88**	**135.95**
B)	**Cash flows from investing activities**		
	Payment for procurement of property, plant and equipment	(0.62)	-
	Investments in fixed deposits	(34.74)	-
	Redemption of fixed deposits	35.15	(0.21)
	Interest received	2.47	3.02
	Net cash inflows from investing activities	**2.26**	**2.81**
C)	**Cash flows from financing activities**		
	Repayment of borrowings	(30.81)	(55.52)
	Interest paid on borrowing	(60.86)	(72.72)
	Net cash inflows from investing activities	**(91.67)**	**(128.24)**
	Net increase in cash and cash equivalents	**10.47**	**10.52**
	Cash and cash equivalents at the beginning of the financial year	23.72	13.20
	Cash and cash equivalents at the end of the financial year	**34.19**	**23.72**

Reconciliation of cash and cash equivalents as per the cash flow statement:

	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Cash and cash equivalents [refer note 7(a)]	34.19	23.72
Balances as per Statement of Cash Flows	**34.19**	**23.72**

Notes:

i) Statement of Cash Flows has been prepared under the "Indirect Method" in accordance with 'IND AS 7 : Statement of Cash Flows'.

ii) Refer Note 12 (b) for Net debt reconciliation

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

As per our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of Kanakal Wind Energy Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Place: Pune
Date : April 29, 2026

KANAKAL WIND ENERGY PRIVATE LIMITED

Statement of changes in equity for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A. Equity Share Capital

Particulars	Amount
As at April 1, 2024	**332.30**
Increased during the year	-
As at March 31, 2025	**332.30**
Increased during the year	-
As at March 31, 2026	**332.30**

B. Other Equity

Particulars	Retained Earnings	Total
As at April 1, 2024	**(29.58)**	**(29.58)**
Loss for the year	(5.13)	(5.13)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	**(5.13)**	**(5.13)**
As at March 31, 2025	**(34.71)**	**(34.71)**
Loss for the year	(7.06)	(7.06)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	**(7.06)**	**(7.06)**
As at March 31, 2026	**(41.77)**	**(41.77)**

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of
Kanakal Wind Energy Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Place: Pune
Date : April 29, 2026

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1 Corporate information

Kanakal Wind Energy Private Limited ("the Company") is a private limited company domiciled in India and incorporated on March 27, 2017 under the provisions of Indian Companies Act, 2013. It is a subsidiary of First Energy Private Limited. The Company is primarily engaged in the business as a producer of solar power.

The address of the Company's registered office is Fountainhead Tower 1, Viman Nagar, Pune – 411014, India. The Board of Directors have authorized these financial statements on April 29, 2026. The CIN of the Company is U35100PN2024PTC229447.

2. Basis of preparation and summary of material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1. Basis of preparation and measurement

a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), notified under the section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the act.

b) Historical cost convention

The financial statements have been prepared on the historical cost convention;

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2. Summary of material accounting policies

a. Revenue recognition

Revenue from Contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at the amount of the transaction price allocated to the performance obligation. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service.

Revenue from sale of power

Revenue from sale of power is recognised at transaction price and over time for each unit of electricity delivered at the contracted rate. The transaction price is adjusted for significant financing component, if any and the adjustment is accounted as finance cost. Revenue recognized pertains to units of electricity supplied to consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff agreed in power purchase agreement, which are recognized considering past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination.

Variable consideration

The contracts for sale of power provide customers with a right for compensation in case of delayed delivery or commissioning and in some contracts compensation for performance shortfall expected in future over the life of the guarantee. The Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer and netted off against the revenue

Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

b. Property, Plant and Equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any.

Depreciation commences when the assets are ready for their intended use. Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Plant and equipment	10 to 25	10 to 15

c. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs pertaining to qualifying assets are presented as part of financing activities in statement of cash flows.

d. Deferred Tax

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

2.3. Summary of other accounting policies

a. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets (excluding trade receivables which do not contain

a significant financing component) are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. For all subsequent measurements, financial assets are classified in the following categories by the Company:

i. Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance costs/ income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

ii. Debt instrument at FVOCI

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 FVOCI. There are currently no debt securities which are carried at FVOCI.

iii. Debt instrument at FVTPL

Fair value through profit or loss (FVTPL): FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss. There are currently no debt securities which are carried at FVTPL.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses to measure the expected credit losses.

In case of other financial assets, the Company applies general approach for recognition of impairment losses wherein the Company uses judgement in considering the probability of default upon initial recognition and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Financial liabilities

All financial liabilities are recognized initially at fair value and in the case of borrowings, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. There are currently no financial liabilities classified as FVTPL.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through effective interest method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on effective interest rate (EIR). The EIR amortization is included as finance cost in the Statement of Profit and Loss.

Borrowings are classified as current liabilities unless, at the end of the reporting period, the group has a right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires or when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b. Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

c. Property, Plant and Equipment

All significant costs relating to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

d. Income recognition

Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the Statement of Profit and Loss.

e. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

f. Share capital

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

Cost for issuance of equity instruments:

The cost in issuing or acquiring Company's own equity instruments includes registration and other regulatory fees and stamp duties. These costs are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

g. Income tax

Current tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty.

h. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognized in the Statement of Profit and Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

i. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

j. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Board of Directors of the Company has been identified as the chief operating decision maker of the Company.

k. Contingent liabilities

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

l. Earnings per share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

m. Rounding of amounts:

Amounts disclosed in the financial statements are presented in INR in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013, unless otherwise stated.

2.4. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made.

i. Impairment of property, plant and equipment

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected generation based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would lead to recoverable amount and conclusion on impairment assessment.

ii. Useful lives of property, plant and equipment

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

v. Deferred taxes

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

2.5. Recent Pronouncements:

The Ministry of Corporate Affairs vide notification dated 7 May 2025 and 13 August 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after 1 April 2025:

1. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1,
2. Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107,
3. International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12,
4. Lack of Exchangeability – Amendments to Ind AS 21,
5. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3. Property, plant and equipment

Particulars	Land Freehold	Solar Power Plant	Total
Gross Block			
As at March 31, 2024	38.35	1,166.05	1,204.40
Additions	-	-	-
Deductions	-	-	-
As at March 31, 2025	**38.35**	**1,166.05**	**1,204.40**
Additions	-	-	-
Deductions	-	-	-
As at March 31, 2026	**38.35**	**1,166.05**	**1,204.40**
Depreciation			
As at March 31, 2024	**-**	**57.71**	**57.71**
For the year	-	46.19	46.19
As at March 31, 2025	**-**	**103.90**	**103.90**
For the year	-	46.19	46.19
As at March 31, 2026	**-**	**150.09**	**150.09**
Net Block			
As at March 31, 2026	**38.35**	**1,015.96**	**1,054.31**
As at March 31, 2025	**38.35**	**1,062.15**	**1,100.50**

i) See note 12 for information on property, plant and equipment pledged as security by the Company.

ii) See note 24 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

4(a). Other financial assets (non-current)

Particular	As at March 31, 2026	As at March 31, 2025
Security deposits	1.04	1.04
Total	**1.04**	**1.04**

4(b). Other financial assets (current)

Particular	As at March 31, 2026	As at March 31, 2025
Interest accrued but not due	0.91	0.41
Total	**0.91**	**0.41**

Notes to financial statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

5. Deferred tax assets (net)

Particular	As at March 31, 2026	As at March 31, 2025
Deferred tax asset		
Losses available for offsetting against future taxable income	190.27	166.80
Others	20.53	21.60
Total	**210.80**	**188.40**
Deferred tax liability		
Depreciation on property, plant and equipment	204.32	181.70
Ind AS impact on borrowings	6.48	6.70
Total	**210.80**	**188.40**
Total	**-**	**-**

The Company has tax losses of Rs. 16.45 lakhs (March 31, 2025: Rs. 9.87) that are available for offsetting for future taxable profits. Deferred tax assets have not been recognised in respect of these losses as they may not be used to offset taxable profits elsewhere in the Company and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Company was able to recognise all unrecognised deferred tax assets, the retained earnings for the year would increase by Rs. 4.14 lakhs (March 31, 2025: Rs. 2.49 lakhs).

Particulars	Expiry Date	As at March 31 2025		As at March 31 2024	
		Amount	Tax Impact	Amount	Tax Impact
Unabsorbed depreciation	No Expiry period	16.45	4.14	9.87	2.49
Total		**16.45**	**4.14**	**9.87**	**2.49**

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit and Loss is as follows:

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Loss before tax	(7.06)	(5.13)
Income tax rate	25.17%	25.17%
Expected tax credit	(1.78)	(1.29)
Losses on which deferred tax asset has not been recognised	1.78	1.29
Total tax expense	**-**	**-**

6. Trade Receivables

Particular	As at March 31, 2026	As at March 31, 2025
Trade receivables		
- Unbilled*	12.73	13.14
- Billed	-	-
Total	**12.73**	**13.14**
Break-up for security details:		
Secured considered good		
Trade receivables considered good - Unsecured	12.73	13.14
Trade receivables which have a significant increase in credit risk	-	-
Trade receivables- credit impaired	**-**	**-**
Less: impairment allowance	-	-
Total	**12.73**	**13.14**

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 receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

*The receivable is 'unbilled' because the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

Trade receivables ageing

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables- considered good	12.73	-	-	-	-	-	-	12.73
Total	**12.73**	**-**	**-**	**-**	**-**	**-**	**-**	**12.73**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables- considered good	13.14	-	-	-	-	-	-	13.14
Total	**13.14**	**-**	**-**	**-**	**-**	**-**	**-**	**13.14**

7(a). Cash and cash equivalents

Particular	As at March 31, 2026	As at March 31, 2025
Balance with bank		
- in current accounts	23.78	8.65
-deposits with original maturity of less than 3 months	10.41	15.07
Total	**34.19**	**23.72**

7(b). Other bank balances

Particular	As at March 31, 2026	As at March 31, 2025
-Deposits with original maturity of more than three months less than twelve months*	34.74	35.15
Total	**34.74**	**35.15**

*Includes Debt Service Reserve Account (DSRA) Deposits with banks against Borrowings made as per the requirement of borrowing agreements with lenders for the purpose of repayment of principal and interest liability for the specified future period as per the terms of contract amounting to Rs. 33.50 lakhs (March 31, 2025: Rs 33.50 lakhs)

8. Current tax assets (net)

Particular	As at March 31, 2026	As at March 31, 2025
Opening balance	0.47	0.19
Add: Taxes paid during the year	0.34	0.28
Total	**0.81**	**0.47**

KANAKAL WIND ENERGY PRIVATE LIMITED

Notes to financial statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

9(a) Other Non Current Assets

Particular	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	1.87	-
Total	**1.87**	**-**

9(b). Other Current Assets

Particular	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	2.20	2.55
Total	**2.20**	**2.55**

10. Equity Share capital

a. Authorised Equity Share Capital

Equity shares of ₹ 10 each

Particular	No. of Shares	Amount
As at April 1, 2024	**3,400,000**	**340.00**
Increase during the year	-	-
As at March 31, 2025	**3,400,000**	**340.00**
Increase during the year	-	-
As at March 31, 2026	**3,400,000**	**340.00**

b. Issued, Subscribed and Paid up Share Capital

Equity shares of ₹ 10 each

Particular	No. of Shares	Amount
As at April 1, 2024	**3,323,000**	**332.30**
Changes during the year	-	-
As at March 31, 2025	**3,323,000**	**332.30**
Changes during the year	-	-
As at March 31, 2026	**3,323,000**	**332.30**

c. Terms/Rights attached to the equity shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors of the Company is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

d. Equity shares held by holding company

Name of Company	As at March 31 2025		As at March 31 2024	
	No. of shares	Amount	No. of shares	Amount
Holding company				
First Energy Pvt Limited (including 6 shares held by nominee shareholders)	2,459,000	245.90	2,459,000	245.90
Equity shares of ₹ 10 each				

Refer note 12(a) for pledge of shares of the holding company.

e. Details of shareholder holding more than 5% shares in the company.

Name of the Shareholder	As at March 31, 2026	As at March 31, 2025
(i) First Energy Private Limited, India		
% Holding	74.00%	74.00%
No. of shares	2,459,000	2,459,000
(ii) Indoco Remedies Limited		
% Holding	26.00%	26.00%
No. of shares	864,000	864,000

f. Shares held by promoters at the end of the year

Name of Promoter	As at March 31, 2026		As at March 31, 2025		% of change during the year
	Number of shares	% of total number of shares	Number of shares	% of total number of shares	
First Energy Private Limited	2,459,000	74.00%	2,459,000	74.00%	0.00%

(g) Aggregate number of shares issued for consideration other than cash :

There were no buy back of shares/issue of shares for consideration other than cash during the period of five years immediately proceding the reporting date.

11. Other Equity

Particular	As at March 31, 2026	As at March 31, 2025
Retained earnings		
Opening balance	(34.71)	(29.58)
Add : Loss for the year	(7.06)	(5.13)
Total	**(41.77)**	**(34.71)**

12(a). Non-current borrowings

Particular	As at March 31, 2026	As at March 31, 2025
Secured loans from Bank		
Indian rupee loans from banks*	736.74	761.79
Less: Current maturities of long-term debt (included in current borrowings)	37.49	30.81
Total	**699.25**	**730.98**

* After considering unamortised expense of Rs. 25.74 lakhs as at March 31, 2026 (March 31, 2025 - 26.61 lakhs).

Aggregate secured borrowings	699.25	730.98
Aggregate unsecured borrowings	-	-

Particulars	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Secured borrowings					
Loan from Yes Bank	March 31, 2042	76 structured quarterly Installment started from June 30, 2023	3 Month T Bill + 2.06 Spread	736.74	761.79

Details of security

i) Loans are measured at amortused cost

Indian rupee loans from banks is secured by way of charge on all present and future moveable and immovable assets including plant & machinery, machinery spares, tools, spare and accessories, project documents and

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

on all current assets of the project (present and future) including but not limited to book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and when arising and pledge of 30% of shares of the Company held by the holding company.

12(b). Borrowings (current)

Particular	As at March 31, 2026	As at March 31, 2025
Secured loans		
Current maturities of long-term debt	37.49	36.67
Unsecured loans		
From holding company	9.33	8.74
Total	**46.82**	**45.41**
Aggregate secured borrowings	37.49	36.67
Aggregate unsecured borrowings	9.33	8.74

Particular	Maturity date	Terms of payment	Interest rate	March 31, 2026	March 31, 2025
Loan from holding Companies	June 16, 2026 (March 31, 2025 - June 21, 2025)	Single payment at end of the term	7.53% (March 31, 2025 - 8.15%)	9.33	8.74

Net debt reconciliation

Particular	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	34.19	23.72
Other Bank balance	34.74	35.15
Borrowings	(746.07)	(776.39)
Net debt	**(677.14)**	**(717.52)**

Net debt reconciliation

Particular	Other assets		Liabilities from financing activities	Total
	Cash and cash equivalents	Other Bank balance	Borrowings including accrued interest	
Net debt as at March 31, 2024	**13.20**	**34.94**	**(835.36)**	**(787.22)**
Cash flows	10.52	0.21	55.52	66.25
Interest expenses	-	-	(69.27)	(69.27)
Interest paid	-	-	72.72	72.72
Net debt as at March 31, 2025	**23.72**	**35.15**	**(776.39)**	**(717.52)**
Cash flows	10.47	(0.41)	30.81	40.87
Interest expenses	-	-	(61.35)	(61.35)
Interest paid	-	-	60.86	60.86
Net debt as at March 31, 2026	**34.19**	**34.74**	**(746.07)**	**(677.14)**

13(a). Contract liabilities (Non-current)

Particular	As at March 31, 2026	As at March 31, 2025
Unearned revenue	70.50	74.73
Total	**70.50**	**74.73**

13(b) Contract liabilities (Current)

Particular	As at March 31, 2026	As at March 31, 2025
Unearned revenue	11.06	11.11
Total	**11.06**	**11.11**

14: Trade payables

Particular	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (Refer note 30)	1.43	2.69
Total outstanding dues of creditors other than micro enterprises and small enterprises		
i) Related parties (Refer note 25)	8.24	4.07
ii) Others	8.42	3.32
Total	**18.09**	**10.08**

Ageing schedule for trade payable

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	1.43	-	-	-	-	-	1.43
(ii) Others	5.78	0.42	9.29	1.17	-	-	16.66
Total	**7.21**	**0.42**	**9.29**	**1.17**	**-**	**-**	**18.09**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for the following period from due date of payments				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables:							
(i) Micro and small enterprises	2.64	0.01	-	-	0.04	-	2.69
(ii) Others	3.19	3.87	0.33	-	-	-	7.39
Total	**5.83**	**3.88**	**0.33**	**-**	**0.04**	**-**	**10.08**

15. Other financial liabilities (current)

Particular	As at March 31, 2026	As at March 31, 2025
Payable for property, plant and equipment (Refer note 25)	6.25	6.87
Total	**6.25**	**6.87**

16. Other current liabilities

Particular	As at March 31, 2026	As at March 31, 2025
Statutory tax payables	0.30	0.21
Total	**0.30**	**0.21**

17 Revenue from operations

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from Power Supply	136.39	139.23
Total	**136.39**	**139.23**

Disclosure pursuant to IND AS 115: Revenue from contracts with customers

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Revenue by category of contracts:		
Over a period of time basis	136.39	139.23
At a point-in-time basis	-	-
Total revenue from contracts with customers	**136.39**	**139.23**
ii) Revenue by geographical market:		
Within India	136.39	139.23
Outside India	-	-
Total revenue from contracts with customers	**136.39**	**139.23**

iii) Contract balances

The following table provides information about contract balances from contracts with customers as at the reporting date:

Particular	As at March 31, 2026	As at March 31, 2025
Contract Liabilities (Refer note 13(a) and 13(b))	81.56	85.84

The contract liabilities relate to unearned revenue where performance obligations are yet to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised, with no impact on the Company's cash positions.

Movement in contract liabilities is on account of net impact of finance cost accrued and revenue recognised on fulfillment of performance obligation during the year.

iv) Reconciliation between revenue recognised in Statement of Profit and Loss and contract price

Particular	For the ended March 31, 2026	For the ended March 31, 2025
Contract price	125.29	128.07
Adjustments for:		
Significant Financing Component	11.10	11.16
Total Revenue recognised	**136.39**	**139.23**

v) Revenue recognised in the reporting period that was included in the contract liabilities balance at the beginning of the year:

Unearned revenue	11.10	11.16

vi) Remaining performance obligations:

The Company applies practical expedient included in para 121 of Ind AS 115 and does not disclose information about its remaining performance obligations for contracts where the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed till date.

18 Other income

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income on financial assets at amortised cost	2.97	3.15
Provision no longer required written back	0.04	4.89
Total	**3.01**	**8.04**

19 Finance costs

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expenses on financial liabilities measured at amortised cost		
-to bank	60.70	68.62
-to holding company	0.65	0.65
Other finance cost	6.83	6.92
Total	**68.18**	**76.19**

20 Depreciation Expense

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	46.19	46.19
Total	**46.19**	**46.19**

21. Other expenses

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Operation & Maintenance Charges	6.74	7.43
Electricity Expenses	4.04	5.65
Repairs and Maintenance	0.71	-
Site Expenses	1.72	1.85
Rates and taxes	0.87	0.82
Insurance	1.55	3.79
Technical expenses	0.66	0.29
Professional charges	9.21	3.62
Auditor's remuneration (Refer below note)	0.59	0.59
Management fees	4.74	4.72
Miscellaneous expenses	1.26	1.26
Total	**32.09**	**30.02**

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current and previous year.

Note: Auditor's remuneration

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory audit fees (Including GST)	0.59	0.59
Total	**0.59**	**0.59**

22 Loss per share

Particular	March 31, 2026	March 31, 2025
Net Loss attributable to the Equity shareholders of the Company	(7.06)	(5.13)
Weighted average number of Equity shares of Rs. 10/- each	3,323,000	3,323,000
Basic and Diluted Loss per share	**(0.21)**	**(0.15)**

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

23 Contingent liabilities and commitments

There are no liabilities of contingent nature.

24 Capital and other commitment

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Nil. (March 31,2025: Nil)

25 Related party disclosures

A Holding Company

First Energy Private Limited

B Ultimate Holding Company

RDA Holding Private Limited

C Intermediate Holding Company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Entities under common control with whom there have been transactions during the year:

First Energy 2 Private Limited

E Key Management Personnel:

1 Mr. Ravi Damaraju - Director

2 Mr. Mitish Somani - Director ((w.e.f. June 22, 2022 till April 5, 2024)

3 Mr. Sumit Rathi - Additional Director (w.e.f. April 03, 2024)

4 Ms. Anjali Lothe- (w.e.f June 24, 2024)

5 Mr. Sandeep Mandke - Director (till May 2, 2024)

6 Mr. Chandrasekar Sureshnathan - Director (w.e.f. May 2, 2024 till June 25, 2024)

F Transactions with related parties:

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
With Immediate Holding Company		
First Energy Private Limited		
-Interest charged	0.65	0.65
-Management fees	4.74	4.72
-Reimbursement of expenses	0.03	-
Entities under common control		
First Energy 2 Private Limited		
-Reimbursement of expenses paid	-	0.26

G Outstanding balances

Particular	As at March 31, 2026	As at March 31, 2025
Immediate holding company		
First Energy Private Limited		
-Payables for Property, plant and equipments	6.25	6.25
-Trade Payables	8.24	3.82
-Borrowings	9.33	8.74
Entities under common control		
First Energy 2 Private Limited		
-Trade Payables	-	0.25

H Terms and conditions

All outstanding balances are unsecured, interest free except for borrowings and payable in cash. For details of interest on borrowings, refer note 12.

The transactions and balances with the related parties disclosed above are inclusive of goods and services tax, wherever applicable.

26 Fair value measurements

Break up of financial liabilities carried at amortised cost

Particular	As at March 31, 2026	As at March 31, 2025
Trade payable	18.09	10.08
Borrowings	746.07	776.39
Other liabilities	6.25	6.87
Total	**770.41**	**793.34**
Current liabilities	71.16	62.36
Non current liabilities	699.25	730.98
Total	**770.41**	**793.34**

Break-up of financial assets carried at amortised cost

Particular	As at March 31, 2026	As at March 31, 2025
Trade receivables	12.73	13.14
Other financial assets	1.95	1.45
Cash and cash equivalents	34.19	23.72
Bank balances other than cash and cash equivalents	34.74	35.15
Total	**83.61**	**73.46**
Current assets	82.57	72.42
Non-current assets	1.04	1.04
Total	**83.61**	**73.46**

The carrying value of trade receivables, cash and cash equivalents, bank balances, other financial assets, trade payables and other current liabilities are considered to be the same as their fair values, due to their short term nature.

The management has further assessed that carrying value of borrowings availed approximate their fair value largely due to the interest rates being variable or in case of fixed rate borrowings, movements in interest rates from the recognition of such financial instrument till period end not being material.

27 Financial risk management

The Company's principal financial liabilities, comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, and cash and cash equivalents that it derives directly from its operations.

Risk is inherent in the Company's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing operations. The Company is exposed to market risk, credit risk and liquidity risk.

Management of the Company is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. Management of the Company reviews and agrees policies for managing each of these risks, which are summarised below.

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and currency risk.

The management of the Company has implemented a risk management system that is monitored by the Board of Directors. Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

The sensitivity analyses in the following sections relate to the position as at March 31, 2026 and March 31, 2025

a 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 exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows

Particulars	March 31, 2026	March 31, 2025
Variable rate borrowings	736.74	761.79

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's loss before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	March 31, 2026	March 31, 2025
Interest rates - Increase by 25 basis points (March 31, 2025 - 25 basis points)	(1.92)	(2.06)
Interest rates - Decrease by 25 basis points (March 31, 2025 - 25 basis points)	1.92	2.06

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The Company has not entered into any foreign currency transaction during the current year and comparative period and hence not exposed to any foreign currency risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks.

Expected credit loss for

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit ratings and risk of potential default based on defined credit risk parameters. An impairment analysis is performed based on expected credit loss model at each reporting date. The calculation is based on losses as per historical data and forward looking information. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in notes above. There is no charge of impairment to Statement of Profit and Loss in the current and previous year.

Balances with banks

Credit risk from balances with banks is managed by the Parent Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments. Identified impairment loss for these assets is immaterial.

Other financial assets carried at amortised cost

The Company's other financial assets comprise security deposits held with state electricity authorities, which carry low credit risk. Accordingly, no loss allowance has been recognised.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows on a on-going basis. The Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

Maturities of financial liabilities

The tables below summarises the company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

March 31, 2026

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	46.82	67.70	72.36	584.93	771.81
Trade payables	18.09	-	-	-	18.09
Other financial liabilities	6.25	-	-	-	6.25

March 31, 2025

Particulars	< 1 year	1 to 3 years	3 to 5 years	> 5 years	Total
Non- derivative					
Borrowings	38.81	66.98	68.42	622.19	796.40
Trade payables	10.08	-	-	-	10.08
Other Financial Liabilities	6.87	-	-	-	6.87

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

28 Analytical ratios

Sr. No.	Particulars	Numerator	Denominator	For the year ended March 31, 2026	For the year ended March 31, 2025	Variance	Remarks for variation more than 25%
1	Current Ratio	Current Assets	Current Liabilities	1.03	1.02	0.95%	Not applicable
2	Debt-Equity Ratio	Total Debt	Shareholders' Equity	2.57	2.59	-0.85%	Not applicable
3	Debt Service Coverage Ratio	Earnings available for debt service (Net loss after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)	Debt Service (Interest + Principal Repayments)	1.08	0.89	21.35%	Not applicable
4	Return on Equity	Net loss after taxes	Average Shareholder's Equity	-2.40%	-1.71%	40.47%	Refer Note (i)
5	Return on investment	Investment income	Average investment	7.40%	7.40%	-0.04%	Not applicable
6	Return on Capital employed	Earning before interest and taxes	Capital Employed	5.90%	6.66%	-11.47%	Not applicable
7	Trade Receivables turnover Ratio	Total Sales	Average Trade Receivable	10.54	10.94	-3.62%	Not applicable
8	Trade payables turnover Ratio	Net Credit Purchases	Average Trade Payables	2.28	3.33	-31.58%	Not applicable
9	Net capital turnover Ratio	Total Sales	Working Capital	60.75	107.54	-43.51%	Refer Note (ii)
10	Net Profit Ratio	Net loss after taxes	Revenue	-5.18%	-3.68%	40.66%	Refer Note (i)

Working Capital = Current assets less Current liabilities

Capital employed = Tangible Net worth + total debt

Average = (Opening + Closing)/2

Note:

i) Decrease in net profit ratio and return on equity during the year is attributable to reduction in other income, resulting from amounts written back during the previous year.

ii) Decrease in net capital turnover ratio is attributable to increase in cash and bank balances resulting from cash profit during the year.

29. Capital management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through borrowings, equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

Particular	March 31, 2026	March 31, 2025
Borrowings including accrued interest	746.07	776.39
Less: Cash and cash equivalents (includes other bank balances)	68.93	58.87
Net debt	**677.14**	**717.52**
Equity	290.53	297.59
Net Debt to equity	**2.33**	**2.41**

There is no major variation in debt to equity ratio

Loan Covenants

Under the terms of the borrowing facilities, the Company is required to comply with the following financial covenants:

(i) Debt to Equity ratio of 3:1 is maintained;

(ii) Debt Service Coverage ratio of 1.10x is maintained; and

(iii) Debt to Tangible net worth is less than or equal to 3.

Financial Covenant are tested based on the audited financial statements annually within a period of 6 (six) months from the end of the relevant Financial Year.

All debt covenants were complied during the year.

KANAKAL WIND ENERGY PRIVATE LIMITED

Notes to financial statements for the year ended March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

30. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
a)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
	- Principal amount outstanding (whether due or not) to micro and small enterprises	1.43	2.69
	- Interest due thereon	-	0.01
b)	The amount of interest paid by the Company 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	-	-
c)	The amount of payment made to the supplier beyond the appointed day during the year	5.79	0.98
d)	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	0.12	0.02
e)	The amount of interest accrued and remaining unpaid at the end of each accounting year	0.12	0.03
f)	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	0.17	0.05

31. Segment reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Producer of power through renewable energy source". Hence the Company has only one reportable segment as per Ind AS - 108 "Operating Segments". The Company operates entirely in India. Hence, there is only one geographical segment. 100% of the revenue of the Company is from single customer.

32. Other Statutory Information

(i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the current and previous year.

(iv) There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(viii) Utilisation of borrowed funds and share premium

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:

a. 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

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a. 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

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

33. Compliance with Section 143 (3) for Maintenance of Books of Account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has a process to take daily back-up of books of account maintained in electronic mode on servers located in India.

34. Compliance with Section 143 (3) for Audit Trail

The primary accounting software used for maintaining its books of account 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 that no audit trail has been enabled at the database level to log any direct data changes. Further the audit trail maintained in the previous year, has been preserved by the company as per the statutory requirements of record retention. During the year, other than the aforesaid instances where the audit trail was not maintained, there have been no instances where the audit trail feature has been tampered with.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Disha Maheshwari
Partner
Membership Number: 110159

Place : Pune
Date : May 4, 2026

For and on behalf of the Board of Directors of Kanakal Wind Energy Private Limited

Sumit Rathi
Director
DIN : 07727272

Ravi Damaraju
Director
DIN : 09554649

Place: Pune
Date : April 29, 2026

THERMAX CHEMICAL SOLUTIONS PRIVATE LIMITED

Board of Directors
Mr. Dinesh Mandhana
Mr. Swapnil Dhumane
Mr. Sandeep Deshpande

Registered Office
S No. 14/D, F P No. 32/33, Wakdewadi
Mumbai Pune Road, Khadki, Pune, Pune City,
Maharashtra, India, 411003

Auditors
B K Khare & Co
Chartered Accountants
706/708, Sharda Chambers, New Marine Lines,
Mumbai – 400 020, India

Key Managerial Personnel
Mr. Anamitra Basu
(CS and KMP w.e.f., July 22, 2025)

Corporate Office
Thermax House, 14 Mumbai-Pune Road,
Wakdewadi, Pune-411003

Bankers
ICICI Bank Limited

DIRECTORS' REPORT

Dear Shareholders,

The Directors present the Second Annual Report of the Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	FY 2025-26	FY 2024-25
Total income	-	-
Profit / (loss) before depreciation and interest	**4.31**	(12.47)
Depreciation	-	-
Interest	-	-
Profit / (loss) before tax	**4.31**	(12.47)
Provision for taxation (incl. deferred tax)	-	-
Profit / (loss) after tax	**4.31**	(12.47)

STATE OF COMPANY'S AFFAIRS

During the Financial Year 2025-26, the Company's total income was Nil, (in the previous year the company had nil income). Profit before tax is Rs. 4.31 Lakhs (previous year loss Rs. 12.47 Lakhs).

OPERATIONS

During the year the Company had no active operations.

MATERIAL CHANGES AFFECTNG FINANCIAL POSITION OF THE COMPANY

No material changes and commitments have occurred after the close of the year till the date of this Report, which affects the financial position of the Company.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company entered into a Shareholders Agreement with Oswaldo Cruz Quimica Industria E Comercio Ltda, São Paulo, Brazil ("OCQ") on March 10, 2025. Pursuant to the said agreement, FCIPL was incorporated as a wholly owned subsidiary of TCSPL on April 11, 2025. Thereafter, upon allotment of shares to OCQ on September 16, 2025, FCIPL ceased to be a wholly owned subsidiary of the Company.

CHANGE IN NATURE OF BUSINESS

There is no change in the nature of business during the year under review.

HEALTH AND SAFETY

The Company will ensure focused and continuous improvement on its Safety and Health standards.

DIVIDEND

In view of loss incurred by the Company, the Directors does not recommend any dividend for the financial year 2025-26.

AMOUNT PROPOSED TO BE CARRIED TO RESERVES

The Company does not propose carrying any amount to reserves.

SHARE CAPITAL

At the beginning of the Financial Year, the authorized share capital of the Company was Rs. 25 Crores. Pursuant to a resolution passed by the Members at the Extra-Ordinary General Meeting held on October 28, 2025, the authorised share capital was increased to Rs. 100 crores.

During the period under review, at the Board Meeting held on November 10, 2025, the Directors approved the issuance of shares to the existing shareholders of the Company on a rights basis. However, the Company received renunciation letters from all other shareholders in favor of Thermax Limited.

Therefore, the Company allotted a total of 2,35,00,000 equity shares, aggregating to Rs. 23,50,00,000 to Thermax Limited. Resultant, the paid-up share capital of the Company was increased from Rs. 14,90,00,000 to Rs. 38,40,00,000.

Details of Right Issue is as under:

Date of Issue	Number of Shares	Nominal value per share (Rs.)	Amount paid up (Rs.)	Allotted to
November 21, 2025	2,35,00,000	Rs. 10/-	23,50,00,000	Thermax Limited

During the year under review, the Company has not issued shares with differential voting rights nor has it granted any stock options or sweat equity.

PUBLIC DEPOSITS

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013, are given in the notes to the financial statements.

ANNUAL RETURN

The Company does not have a website and hence in terms of provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 are not applicable.

THERMAX CHEMICAL SOLUTIONS PRIVATE LIMITED

BUSINESS RISK MANAGEMENT & STATEMENT ON DEVELOPMENT AND IMPLEMENTING RISK MANAGEMENT POLICY INCLUDING THE IDENTIFICATION OF RISK BY THE BOARD AND STRATEGY TO MITIGATE THE RISK

The Company has identified and classified its key risks pertaining to the core business and has a broad framework in place for effective risk identification, review and mitigation. The Company will continue to actively monitor and strengthen its risk management framework. The Company has implemented Legatrix software to track & ensure timely statutory compliances.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has adequate internal financial controls and those are operating effectively. Internal Audit is not applicable to the company as per section 138 of the Companies Act, 2013 and Rule 13 of the Companies (Accounts) Rules, 2014.

CORPORATE SOCIAL RESPONSIBILITY

The Company does not fall under the criteria defined under Section 135 of Companies Act, 2013 as on March 31, 2026. Hence, the Corporate Social Responsibility provisions are not attracted.

KEY MANAGERIAL PERSONNEL (KMP)

During the period under review, Mr. Dinesh Mandhana was appointed Whole Time Director and Mr. Swapnil Dhumane was appointed as the Chief Financial Officer of the Company in the Board Meeting held on September 18, 2025.

In terms of Section 203 of the Companies Act, 2013, the Company was required to appoint Company Secretary within a period of 6 months from the date of increase in share capital. Pursuant to the said provision, the Company had appointed Mr. Anamitra Basu (ACS: A66786) as the Company Secretary and Key Managerial Personnel (CS and KMP) of the Company.

DIRECTORS

As on March 31, 2026, the Board of the Company comprises Three Directors. In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Sandeep Deshpande (DIN: 09748806), retires by rotation and being eligible, offers himself for re-appointment.

Following are the changes in Board composition during FY 2025-26.

Sr. No.	Name of Director	Appointment/ Resignation	Directorship/ Category	Effective date	Whether the change has been approved by members
1.	Mr. Dinesh Mandhana	Change in designation	Whole Time Director	September 18, 2025	The appointment is approved by the members in EOGM held on September 19, 2025
2.	Mr. Swapnil Dhumane	Appointment	CFO	September 18, 2025	Not required

BOARD MEETINGS

During the period under review, the Board met seven times during the year. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. Details of meetings attended by the members are as follows:

Name	Board Meetings					
	April 22, 2025	July 22, 2025	September 18, 2025	October 8, 2025	November 10, 2025	January 12, 2026
Mr. Dinesh Satyanarayanji Mandhana	P	P	P	P	P	P
Mr. Swapnil Vitthal Dhumane	P	P	P	P	P	P
Mr. Sandeep Prabhakar Deshpande	P	P	P	P	P	P

SECRETARIAL STANDARDS

The Company follows the Secretarial Standards issued by the Institute of Company Secretaries of India on the Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2). The Company is in compliance with these secretarial standards.

STATUTORY AUDITORS

The Members of the Company at the 1st Annual General Meeting held on July 22, 2025, appointed M/s. B.K. Khare and Co., Chartered Accountants (Firm Registration No. 105102W) as the Statutory Auditor of the Company to hold such office for a period of 5 years i.e., upto the conclusion of 6th Annual General Meeting to be held in the calendar year 2030 or before September 30, 2030.

The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

RELATED PARTY TRANSACTIONS

All related party transactions (RPTs) that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant transactions entered into by the Company with the related parties which may have a potential conflict with the interest of the Company at large. Therefore, requirements of disclosure of RPTs in AOC-2 are not attracted.

A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the Financial Statements.

CONSERVATION OF ENERGY

The Company is committed to its efforts to conserve energy in its daily consumption.

Sr. No	Particulars	Details
A.	Steps taken on conservation of energy	NIL
B.	Impact on conservation of energy	
C.	Steps taken by the Company for utilizing the alternate source of energy	
D.	Capital investment on energy conservation equipments	

The Company participates in activities related to conservation of energy undertaken by parent company.

TECHNOLOGICAL ABSORPTION

The Company is committed to its efforts to absorb technology in its daily consumption.

Sr. No	Particulars	Details
A.	Efforts made towards technology absorption	NIL
B.	Benefits derived like product improvement, cost reduction, product development, or import substitution	
C.	In case technology imported during the last 3 years	
	i. Details of technology imported	
	ii. Year of import	
	iii. Whether the technology is fully absorbed	
	iv. If not absorbed, areas where absorption has not taken place and the reason thereof	
D.	Expenditure incurred on R&D	

There was no technology acquisition and absorption during the year under review.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Information pertaining to foreign exchange earnings and outgo, under Section 134(3)(m) of the Companies Act, 2013 is as follows:

(Rs. in lakh)

	Current Year	Previous Year
Foreign exchange earnings	Nil	Nil
Foreign exchange outgo	Nil	Nil

PARTICULARS OF EMPLOYEES

None of the employees are covered by the provisions contained in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed under the Companies Act, 2013.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to provide a safe and conducive work environment to its employees.

There were no cases pending at the beginning of the year/ filed during the year, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

A.	Number of Sexual Harassment Complaints received	Nil
B.	Number of Sexual Harassment Complaints disposed off	Nil
C.	Number of Sexual Harassment Complaints beyond 90 days	Nil

DISCLOSURE UNDER THE MATERNITY BENEFIT ACT, 1961

During the financial year under review, no employee of the Company availed maternity benefit under the provisions of the Maternity Benefit Act, and accordingly, no maternity benefit was paid.

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

There was no such instance occurred during the period under review.

NUMBER OF EMPLOYEES AS ON CLOSURE OF FINANCIAL YEAR

A. Male - 0

B. Female - 0

C. Transgender - 0

RESTRICTION ON PURCHASE BY COMPANY OR GIVING OF LOANS BY IT FOR PURCHASE OF ITS SHARES

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company other than its Directors or Key Managerial Personnel, for purchase or subscribe shares of the Company.

THE INSOLVENCY AND BANKRUPTCY CODE, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(3)(c) of the Companies Act, 2013, the directors of your Company, to the best of their knowledge and belief and according to the information and explanations obtained by them in the normal course of their work, state that, in all material respects:

a) In the preparation of the annual financial statements for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) The Directors have selected such appropriate accounting policies, applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the profit of the Company for the year ended on that date;

c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The Directors have prepared the annual financial statements on a going concern basis;

e) The Directors have devised proper systems to ensure compliance with the provisions of all the applicable laws and that such systems were adequate and operating effectively;

f) The Directors have laid down proper internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively;

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors of
Thermax Chemical Solutions Private Limited

Place: Pune,
Date: 4th May, 2026

Dinesh Mandhana
Director
DIN: 10646110

Swapnil Dhumane
Director
DIN: 10646109

THERMAX CHEMICAL SOLUTIONS PRIVATE LIMITED

INDEPENDENT AUDITOR'S REPORT

To the members of Thermax Chemical Solutions Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Thermax Chemical Solutions Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the period then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("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, its profits and total comprehensive income, its changes in equity and its cash flows for the period ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the 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 made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these 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.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents 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.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we

have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the 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 the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) Based on the records examined by us and according to information and explanations given to us, the Company has not paid/provided for managerial remuneration to it's directors during the year. Hence, the provisions of Section 197 of the Act related to managerial remuneration are not applicable.

   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of 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 does not have any pending litigations which would impact its financial position in its Financial Statements.

      (ii) The Company did not have any long-term contracts, including derivative contracts for which there were any material foreseeable losses;

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

      iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement.

      (v) The Company has not declared/paid/declared and paid any dividend during the year; and

      (vi) Based on our examination, which included test checks, the Company has maintained its books of accounts manually. Accordingly, the reporting under Clause (g) of Rule 11 of the Companies (Audit and Auditors) Rules, 2014 is not applicable.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

per **Amit Mahadik**
Partner
Membership No. 125657
UDIN: 26125670XDEXG6899

Place: Pune
Date: 4th May, 2026

THERMAX CHEMICAL SOLUTIONS PRIVATE LIMITED

Annexure A to the Independent Auditors' Report

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report 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")

We have audited the internal financial controls with reference to Financial Statements of **Thermax Chemical Solutions Private Limited** ("the Company") as of March 31, 2026, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 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 system with reference to Financial Statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to 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 Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to 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 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.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to Financial Statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

per **Amit Mahadik**
Partner
Membership No. 125657
UDIN: 2612567OXDEXG6899

Place: Pune
Date: 4th May, 2026

Annexure B to the Independent Auditors' Report

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

(i) (a) (b) According to the information and explanations given to us, the Company does not have any Property, Plant and Equipments and Intangible assets hence reporting under clause 3((i)(a) and (b) is not applicable to the Company.

(c) According to the information and explanations given to us, the Company does not have any immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee). Hence reporting under clause 3((i)(c) is not applicable to the Company.

(d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Hence reporting under clause 3((i)(d) is not applicable to the Company.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) The Company does not hold any inventory. Thus, the reporting under Clause 3(ii) (a) of the order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

(iii) According to the information and explanations given to us, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) and 3(iii)(c) to 3(iii)(f) of the Order is not applicable to the Company. According to the information and explanations given to us, the investment made by the Company during the year in its subsidiary is not prejudicial to the company's interest.

(iv) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Income Tax and other material statutory dues have been generally regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of 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 on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Service Tax, Provident Fund, Employees State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value added tax, Cess as at 31 March 2026, which have not been deposited on account of any dispute.

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

(e) According to the information and explanations given to us and on an overall examination of the 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.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) Though establishment of vigil mechanism is not mandated for the Company by the Act, or by Securities Exchange Board of

India (Listing Obligations and Disclosure Requirement) ("SEBI LODR") Regulations, we have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

(xiv) In our opinion and according to the information and explanations given to us and based on our examination, internal audit system is not applicable to the Company. Hence reporting under clause 3(xiv) is not applicable to the Company.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company and subsidiary companies or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi)(a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has one Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year. The Company has incurred cash losses of Rs.12 lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the 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, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) The provisions of Section 135 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xx)(a) and (b) of the Order is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

per **Amit Mahadik**
Partner
Membership No. 125657
UDIN: 26125670XDEXG6899

Place: Pune
Date: 4th May, 2026

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
ASSETS			
I. Non-current assets			
Non-current financial assets			
Investments In Subsidiary	4	3,622.45	810.73
		3,622.45	**810.73**
II. Current assets			
Current financial assets			
Cash and cash equivalent	5	124.93	653.63
Assets for current tax (Net)		0.12	-
Other current assets	6	-	0.32
		125.05	**653.95**
Total Assets		**3,747.50**	**1,464.68**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	7	3,840.00	1,490.00
Other equity	8	(93.76)	(26.82)
Total Equity		**3,746.24**	**1,463.18**
I. Current liabilities			
Financial liabilities			
(a) Trade and other payables			
i. total outstanding dues of micro enterprises and small enterprises	9	0.26	-
ii. total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(b) Other short term financial liabilities			
Other liabilities	10	1.00	1.50
		1.26	**1.50**
Total Equity and Liabilities		**3,747.50**	**1,464.68**
Summary of material accounting policies	2		
Summary of critical accounting estimates and judgements	3		

The accompanying notes are an integral part of these financial statements

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	Year ended March 31, 2026	Period ended March 31, 2025
Income			
Revenue from operations			
Revenue from operations	11	-	-
Other income	12	6.02	1.70
Total Income (I)		**6.02**	**1.70**
Expenses			
Other Expenses	13	1.71	14.17
Total expenses (II)		**1.71**	**14.17**
Profit before tax (III) = (I) - (II)		**4.31**	**(12.47)**
Tax expense			
Current tax			
Deferred tax			
Total tax expense (IV)		**-**	**-**
Profit for the year (V) = [(III) - (IV)]		**4.31**	**(12.47)**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement of defined benefit plans		-	-
Less: Income tax effect		-	-
Net other comprehensive income for the period (net of tax)		**-**	**-**
Total comprehensive income for the period (net of tax)		**4.31**	**(12.47)**
Earnings Per Share			
- Basic EPS		**0.02**	**(0.08)**
- Diluted EPS		**0.02**	**(0.08)**
Summary of material accounting policies		2	
Summary of critical accounting estimates and judgements		3	

The accompanying notes are an integral part of these financial statements

For B. K. Khare & Co
Chartered Accountants
ICAI Firm Registration No.: 105102W

Amit Mahadik
Partner
Membership No. 125657

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of Thermax Chemical Solutions Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110

Swapnil Vitthal Dhumane
Director
DIN: 10646109

Anamitra Basu
Company Secretary
M. No. A66786

Place: Pune
Date: May 4, 2026

Place: Pune
Date: May 4, 2026

THERMAX CHEMICAL SOLUTIONS PRIVATE LIMITED

Statement of Changes in Equity for the year ended March 31, 2026

((All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

A. Share capital

	Note No.	No. of Shares	Amount
Balance at April 1, 2025	7	14,900,000	-
Changes in equity shares capital during the period	7	23,500,000	5,513.17
Balance at the end of the period	**7**	**38,400,000**	**5,513.17**

Other Equity^

Particulars	Reserves & Surplus		
	Retained Earnings	Profit and Loss Account	Total
As at April 1, 2025	**(14.35)**	**(12.47)**	**(26.82)**
Other Comprehensive Income	-	-	-
Total comprehensive income	-	-	-
As at March 31, 2025	**(14.35)**	**(12.47)**	**(26.82)**
Profit for the year		4.31	4.31
Transaction cost for issued share capital	(71.25)	-	(71.25)
Other Comprehensive Income	-	-	-
Total comprehensive income	(71.25)	4.31	(66.94)
As at March 31, 2026	**(85.60)**	**(8.16)**	**(93.76)**

The above Statement of changes in equity should be read in conjunction with the accompanying notes.

Summary of material accounting policies 2

Summary of critical accounting estimates and judgements 3

The accompanying notes are an integral part of these financial statements

Cash flow statement for the year ended March 31, 2026

(All amounts are in Rupees Lakhs , except stated otherwise)

Particulars	Year ended March 31, 2026	Period ended March 31, 2025
Cash flows from operating activities	-	-
Profit before taxation	4.31	(12.47)
Add : Non cash item (Incorporation Exps)	(71.25)	(14.35)
	(66.94)	(26.82)
Changes in working capital:		-
Changes in other Current Assets	0.20	(0.32)
Changes in trade payables	0.26	-
Changes in other liabilities	(0.50)	1.50
Net cash flow generated from operating activities	**(66.98)**	**(25.64)**
Cash flow from financing activities		
Equity amount received	2,350.00	1,490.00
Net cash flow generated from Financing activities	**2,350.00**	**1,490.00**
Cash flow used in investing activities		
Investment made in subsidiaries	**(2,811.72)**	**(810.73)**
Net cash flow generated from Investing activities	**(2,811.72)**	**(810.73)**
Net increase in cash and cash equivalents	(528.69)	653.63
Cash and cash equivalents at the beginning of the year	653.63	-
Cash and cash equivalents at the end of the year	**124.93**	**653.63**

Particulars	Note	As at March 31, 2026	As at March 31, 2025
Balances with banks in current accounts	5	124.93	653.63

The above Statement of changes in equity should be read in conjunction with the accompanying notes.

Summary of material accounting policies 2

Summary of critical accounting estimates and judgements 3

The accompanying notes are an integral part of these financial statements

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For B. K. Khare & Co
Chartered Accountants
ICAI Firm Registration No.: 105102W

Amit Mahadik
Partner
Membership No. 125657

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of Thermax Chemical Solutions Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110

Swapnil Vitthal Dhumane
Director
DIN: 10646109

Anamitra Basu
Company Secretary
M. No. A66786

Place: Pune
Date: May 4, 2026

Place: Pune
Date: May 4, 2026

Notes to financial statements for the year ended March 31, 2026
((All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

1. Corporate information

Thermax Chemical Solutions Private Limited ('the Company') is a private limited Company incorporated and domiciled in India. The address of the registered office is S No. 14/D, F P No. 32/33, Wakdewadi

The Board of Directors have authorized to issue these financial statements on 22nd April 2025. The CIN of the Company is U20299PN2024PTC231369. Profit and Loss account pertains to period from 1st April 2025 to 31st March 26.

2. Significant accounting policies

2.1. Basis of preparation, measurement and transition to Ind AS

(a) Basis of preparation

These financials statements are prepared in accordance with Indian Accounting Standards (IND AS) under the historical cost convention on the accrual basis, except for certain financial instruments which are measured at fair values, the provisions of the Companies Act,2013 ('the Act') (to the extent notified) and the guidelines issued by the securities and exchange board of India (SEBI).The IND AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules,2016 and 2017.

The preparation of the financial statements requires the use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Company's accounting policies.

b. Basis of measurement

The financial statements have been prepared on under historical cost convention.

The financial statements are presented in Indian Rupees (INR) and all values are in Rupee.

2.3 Summary of significant accounting policies

a. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial Recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transactions costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings, payables.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

c. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

d. Earnings per Share (EPS)

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

e. Revenue from Sale of Goods

The Company recognizes revenue at a point-in-time. The point-in-time is determined when the control of the goods or services is transferred which is determined based on when the significant risks and rewards of ownership are transferred to the customer. Apart from this, the Company also considers its present right to payment, the legal title to the goods, the physical possession and the customer acceptance in determining the point in time where control has been transferred.

f. Interest Income

Interest income is recognized when it is probable that economic benefits will flow to the company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and the effective interest rate applicable.

g. Income tax

Current tax

Current 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. Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in OCI or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

h. Property, Plant and Equipment

Property, plant and equipment (PPE) is stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All significant costs relating to the acquisition and installation of PPE are capitalized. Subsequent costs/replacement costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the Statement of profit and loss during the financial year in which they are incurred.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Depreciation on PPE is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

3. Significant accounting judgments, estimates and assumptions.

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the accompanying disclosures and the disclosure of contingent liabilities as at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods..

4. Investment in Subsidiary

	As at March 31, 2026	As at March 31, 2025
Non Current Financial Assets		
Investment in Subsidiary	3,622.45	810.73
Total	**3,622.45**	**810.73**

5. Cash and bank balances

	As at March 31, 2026	As at March 31, 2025
At amortized cost		
Cash and cash equivalents		
Balances with banks		
- on current accounts	19.59	501.93
- on deposits with original maturity of greater than three months and less than 12 months	104.21	150.00
- Interest Accrued on the Fixed Deposit Place in Banks	1.13	1.70
Cash on hand		
Total	**124.93**	**653.63**

6. Othe current assets

	As at March 31, 2026	As at March 31, 2025
Balances with government authorities	-	0.32
Total	**-**	**0.32**

7 Share capital

	As at March 31, 2026	As at March 31, 2025
Authorized shares (Nos)		
10,00,00,000 (Previous year 2,50,00,000) equity shares of Rs. 10/- each.	10 000	2,500
	10 000	**2,500**
Issued, subscribed and fully paid share capital (Nos)		
3,84,00,000 (Previous year 1,49,00,000) equity shares of Rs. 10/- each.	3 840	1,490
Total issued, subscribed and fully paid-up share capital	**3 840**	**1,490**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the period

	Amount
Equity share of Rs. 10/- issued, subscribed and fully paid	
At April 1, 2025	**1 49 00 000**
Changes during the year -	
Issued and subscribedshare capital during the year	2 35 00 000
At March 31, 2026	3 84 00 000

Notes to financial statements for the year ended March 31, 2026

((All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

(b) Terms/ rights attached to equity shares

The Company has one class of equity shares having a face value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c) Equity shares held by ultimate holding / holding company

	As at March 31, 2026	As at March 31, 2025
Holding Company		
Thermax Limited equity shares of 10/- each fully paid	3 840	1,490.00
	3 840	1,490.00

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2026	As at March 31, 2025
Holding Company		
Thermax Limited equity shares of 10/- each fully paid		
%	100	100
No of Shares	3 84 00 000	1 49 00 000

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 the legal ownerships of shares.

8. Other Equity

	As at March 31, 2026	As at March 31, 2025
Prefrence Share Capital		
Share application money		
Retained Earnings	(98.07)	(14.35)
Surplus in Statement of profit and loss		
Add: Profit for the year	4.31	(12.47)
	4.31	**(12.47)**
Net surplus in the Statement of profit and loss	**4.31**	**(12.47)**
Total Other Equity	**(93.76)**	**(26.82)**

9. Trade payables and other liabilities

	As at March 31, 2026	As at March 31, 2025
At amortized cost		
Trade payables		
a. total outstanding dues of micro enterprises and small enterprises	0.26	-
b. total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Total	**0.26**	**-**

10. Other short term liabilities

	As at March 31, 2026	As at March 31, 2025
Unearned revenue		
Revenue received in advance		
Statutory dues and other liabilities	0.10	0.00
Provision for expenses	0.90	1.50
Total	**1.00**	**1.50**

11. Revenue from operations (net)

	As at March 31, 2026	As at March 31, 2025
Sale of products and services		
Sale of products		
Sale of services		
Total	**-**	**-**

12. Other income

	As at March 31, 2026	As at March 31, 2025
Interest income	5.85	1.70
Others	0.17	-
Total	**6.02**	**1.70**

13. Other expenses

	As at March 31, 2026	As at March 31, 2025
Rates and taxes	0.27	12.51
Legal and professional fees	0.36	0.13
Payment to auditor (refer details below)	0.50	1.50
Miscellaneous expenses (includes printing, communication, postage, security expense, Bank Charges etc.)	0.58	0.04
	1.71	**14.17**

14 Fair value measurements

a) Category of financial instruments and valuation techniques

Break-up of financial assets carried at amortised cost

	March 31, 2026
Investment in Subsidiary	3,622.45
Cash and cash equivalents	124.93
Total	**3,747.38**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Break-up of financial assets carried at fair value through profit and loss

15 Financial risk management

The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include Investments, cash and cash equivalents that it derives directly from its operations.

The Company is exposed to Market risk, Credit risk and liquidity risk. The company follows guidance given by the Corporate Risk Management Policy of the group. The risks are summarized below:

Management Policy of the group. The risks are summarized below:

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and other price risk, such as equity price risk.

Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk.

I Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily Cash and Bank Deposits) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Financial instruments and bank deposits

Credit risk from balances with banks and financial institutions is managed by the group treasury department in accordance with the Thermax group policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

II Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at operating segments level in the Company in accordance with practice and limits set by the Company. In addition, the company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

16 As the consolidated financial statements are presented by the entity's holding Company, the entity has elected to apply the exemption available to it under Ind AS 110 and has opted to present only one set of standalone financial statements.

17 (a) Compliance with section 143(3) for maintenance of books of account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The status of compliance is summarised in the below table:

Requirements u/s 143(3) of Companies Act, 2013	Response
Books of Account maintained on cloud / servers physically located in India	Yes
Backup maintained in India on daily basis	
Intimation sent to the ROC for the current year	NA

17 (b) The Company currently does not have an accounting software for bookeeping and maintains the books of accounts Manually.

18 Related party disclosures

Names of related parties and related party relationship:

Related parties where control exists	
Holding company	Thermax Limited, India
Ultimate holding company	RDA Holdings Private Limited, India
Subsidiary company	Thermax Vebro Polymers India Private Limited
Subsidiary company	Fortmax Chemicals India Private Limited

Sr. No	Name of the Related Party & nature of relation	Nature of Transaction	Amount
1	Thermax Limited	Equity infusion from Thermax Limited	2,350.00
2	Fortmax Chemicals India Private Limited	Equity Investment in Subsidiary	2,811.72
3	Fortmax Chemicals India Private Limited	Reimbursement of Incorporation Expenses	15.72
		Total	**5,177.44**

Terms and conditions of related party transactions

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash.

Notes to financial statements for the year ended March 31, 2026

((All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

19 Key Financial Ratios

Ratios	Numerator	Denominator	March 31, 2026	March 31, 2025	Change	Reason for Variance
Return on equity ratio	Net Profits after taxes	Average Shareholder's Equity	0.3%	(1.7%)	2.0%	Increase in the Interest income in the current year and decrease in the current year expenses
Return on capital employed	Earnings before interest and taxes	Capital Employed = Net Worth	0.1%	(0.8%)	0.9%	NA
Return on investment	Interest (Finance Income)	Average Investment	0.3%	0.4%	(0.1%)	NA
Current Ratio	Current Assets	Current Liabilities	124.93	434.88	(30994.7%)	This is due to increase in the Cash and Cash equivalent on account of equity infusion by Holding company
Trade payables turnover ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	N.A.	N.A.	0.0%	
Debt-Equity Ratio	Total Debt	Shareholder's Equity	N.A.	N.A.	0.0%	
Debt service coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest + short term borrowings	N.A.	N.A.	0.0%	
Inventory turnover ratio	Cost of goods sold	Average Inventory	N.A.	N.A.	0.0%	

20 Struck off companies : There is no transactions and balances with struk off companies for year ended March 31, 2026

21 The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

22 The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

23 The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

24 The Company does not have any transaction which is not recorded in the books of account 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.

25 There is no Scheme of Arrangement approved by the Competent Authority in terms of Sections 230 to 237 of the Companies Act, 2013.

26 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

27 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

28 The Company has complied with the the number of layers prescribed under of Section 2(87) of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

29 The Company has not been declared willful defaulter by any bank or financial Institution or other lender.

30 Zero represents amounts less than one lakh unless stated otherwise.

For B. K. Khare & Co
Chartered Accountants
ICAI Firm Registration No.: 105102W

Amit Mahadik
Partner
Membership No. 125657

Place: Pune
Date: May 4, 2026

For and on behalf of the Board of Directors of
Thermax Chemical Solutions Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110

Swapnil Vitthal Dhumane
Director
DIN: 10646109

Anamitra Basu
Company Secretary
M. No. A66786

Place: Pune
Date: May 4, 2026

Place: Pune
Date: May 4, 2026

TSA PROCESS EQUIPMENTS PRIVATE LIMITED

Board of Directors

Apurva Amarnath Shah (w.e.f. October 21, 2004)
Rajiv Upendra Parikh (w.e.f. October 21, 2004)
Padmanabhan Balasubramaniam (w.e.f. December 17, 2024)
Lakshmanan Doraiswamy Venkateswaran
(w.e.f. October 10, 2024)
Mahesh Channakeshaviah Bukinkere (w.e.f. April 23, 2024)
Sandeep Prabhakar Deshpande (resigned w.e.f March 10, 2026)
Vishal Om Mehra (w.e.f. April 23, 2024)
Mr. Amol Vasant Deshpande (Appointed w.e.f March 12, 2026)

Registered Office

Floor no.2, Plot No.24, B Block, Dhanraj Mahal,
Chhatrapati Shivaji, Maharaj Marg, Gateway of India,
Colaba, Mumbai G.P.O., Mumbai,
Mumbai, Maharashtra, India, 400001

Key Managerial Personnel

Apurva Amarnath Shah (CEO w.e.f April 23, 2024)
Alpesh Govindji Shah (CFO w..e.f. April 23, 2024)
Rajiv Upendra Parikh (COO w.e.f April 23, 2024)

Auditors

B. K. Khare & Co.,
Chartered Accountants
706/ 708, Sharda Chambers,
New Marine Lines, Mumbai- 400 020

Bankers

CITI Bank
IDFC Bank
Kotak Mahindra Bank
TJSB Sahakari bank
Bank of India
ICICI Bank

DIRECTORS' REPORT

Dear Shareholder,

The Directors have the pleasure of presenting the Twenty Second Annual Report of the Company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	2025-26	2024-25
Total income	16768.45	13005.96
Profit before depreciation and interest	1331.35	613.62
Depreciation	175.93	93.72
Interest	192.97	161.45
Profit before tax	962.45	358.45
Provision for taxation (incl. deferred tax)	297.46	130.00
Profit after tax	664.99	228.45

STATE OF COMPANY'S AFFAIRS

During the year, the Company earned a total income of Rs. 16768.45 (previous year Rs. 13,005.96 lakh). Profit before tax stood at Rs. 962.45 lakh (previous year Rs. 358.45 lakh) and profit after tax was Rs. 664.99 lakh (previous year Rs. 228.45 lakh). Revenue for FY 2025-26 was Rs. 16699.82 lakh, increased by 29 % over last year.

OPERATIONS

The Company has completed and commenced operations at Plots No. 7 and 8, where a new factory is established adjacent to the existing facility. Full production has started from end of September 2025. The Occupancy Certificate was obtained in December, 2024 and Operating license for New Factory received in July, 2025.

HEALTH AND SAFETY

The Company has prioritized providing Mediclaim and accident insurance policies for factory, sales, and site workers. Additionally, factory workers are equipped with helmets and safety shoes to ensure their safety.

MATERIAL CHANGES AFFECTING FINANCIAL POSITION OF THE COMPANY

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

DIVIDEND

The Directors do not recommend any dividend on equity shares during year.

AMOUNT PROPOSED TO BE CARRIED TO RESERVES

The Company does not propose to carry any amount to reserves.

SHARE CAPITAL

The authorized and paid – up capital of the Company is Rs. 1,37,00,000 divided into 13,70,000 equity shares of Rs. 10 each and Rs. 1,36,80,000 divided into 13,68,000 equity shares of Rs. 10 each respectively as on March 31, 2026. No shares were issued during the year under review.

During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company does not have any subsidiary, joint venture or associate Company as on March 31, 2026.

PUBLIC DEPOSITS

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company did not give any loan or make an investment pursuant to the provisions of Section 186 of the Companies Act, 2013.

BUSINESS RISK MANAGEMENT & STATEMENT ON DEVELOPMENT AND IMPLEMENTING RISK MANAGEMENT POLICY INCLUDING THE IDENTIFICATION OF RISK BY THE BOARD AND STRATEGY TO MITIGATE THE RISK

The Company is in process of identifying and classifying its key risks pertaining to the core business and based on that the Company will prepare a broad framework for effective risk identification, review and mitigation. The Company will actively monitor and strengthen its proposed risk management framework in the future.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls in reference to financial statements. During the year under review, such controls were tested, and the reportable material weakness are being addressed for improvements to the extent possible.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company does not fall under the criteria defined under Section 135 of Companies Act, 2013 for the period under review. Hence, the Corporate Social Responsibility provisions are not attracted.

KEY MANAGERIAL PERSONNEL (KMP)

There is no change in Key Managerial Personnel during the period under review.

DIRECTORS

In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Mahesh Channakeshaviah Bukinkere (DIN: 06631816), retires by rotation and being eligible, offers himself for re-appointment.

Following are the changes in the Board composition during FY 2025-26.

Sr. No.	Name of Director	Appointment/ Resignation	Directorship/ Category	Effective date	Whether the change has been approved by members.
1.	Mr. L. Venkateswaran	Appointment	Additional Non – Executive Independent Director	October 10, 2024	Regularized in the AGM held in FY 2025-26.
2.	Mr. B Padmanabhan	Appointment	Additional Non – Executive Independent Director	December 17, 2024	Regularized in the AGM held in FY 2025-26.
3.	Mr. Amol Deshpande	Appointment	Additional Non – Executive Director	March 12, 2026	Will be regularized in the AGM held in FY 2026-27.
4.	Mr. Sandeep Deshpande	Resignation	Non – Executive Director	March 10, 2026	Not Required

POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The policy on Appointment and Remuneration of Directors and Key Managerial Personnel was adopted by the Board in the meeting held on January 28, 2025. Except Mr. Apurva Shah (CEO & Director) and Mr. Rajiv Parikh (COO & Director), no other Non-Executive Non-Independent Directors receives remuneration from the Company. Independent Directors receive sitting fees as approved by the Board for each Board/Committee meeting attended. A detailed policy is annexed herewith as Annexure 1.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and have also confirmed that their names have been added to the data bank maintained by the Indian Institute of Corporate Affairs (IICA) for Independent Directors, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Pursuant to the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, every individual whose name is so included in the data bank shall pass an online proficiency self-assessment test. Both of the Independent Directors have completed the said requirements.

INDEPENDENT DIRECTORS MEETING

During the year under review, the Independent Directors met once on March 9, 2026, where both of the Independent Directors were present inter alia to review the performance of the Board and non-independent Directors of the Company.

COMMITTEES OF THE BOARD

The Board has constituted the following Committees viz. Audit Committee and Nomination and Remuneration Committee.

AUDIT COMMITTEE

The Audit Committee of the Board of Directors was constituted on December 24, 2024 which was further reconstituted by circular resolution passed by the Board on March 12, 2026 due to the resignation of Mr. Sandeep Deshpande and subsequent appointment of Mr. Amol Deshpande on the Board of the Company. The Committee comprises the non-executive Directors viz Mr. B Padmanabhan as the Chairman and Mr. L Venkateswaran & Mr. Amol Deshpande as the members of the Committee. The Committee met four times during the period under review, i.e. on April 29, 2025, July 28, 2025, October 30, 2025 and January 23, 2026. Details of meetings attended by members are as follows:

Name	April 29, 2025	July 28, 2025	October 30, 2025	January 23, 2026
Mr. B Padmanabhan	P	P	P	P
Mr. L Venkateswaran	P	P	P	P
Mr. Sandeep Deshpande	P	P	P	P
Mr. Amol Deshpande	NA	NA	NA	NA

NA: Not Applicable P: Present A: Absent

NOMINATION AND REMUNERATION COMMITTEE

The Nomination & Remuneration Committee comprises of all non-executive Directors viz Mr. L Venkateswaran as the Chairman and Mr. B Padmanabhan & Mr. B C Mahesh as members of the Committee. The Committee met twice in the period under review i.e. on April 29, 2025 and February 27, 2026 where all the members were present.

BOARD MEETINGS

During the year, the Board met four times on April 29, 2025, July 28, 2025, October 30, 2025 and January 23, 2026. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. Details of meetings attended by the members are as follow:

	Dates on which Board Meetings Held			
Name	April 29, 2025	July 28, 2025	October 30, 2025	January 23, 2026
Mr. Mahesh Channakeshaviah Bukinkere	P	P	P	P
Mr. Apurva Amarnath Shah	P	P	A	P
Mr. Rajiv Upendra Parikh	P	P	P	P
Mr. Padmanabhan Balasubramaniam	P	P	P	P
Mr. Lakshmanan Doraiswamy Venkateswaran	P	P	P	P
Mr. Sandeep Prabhakar Deshpande	P	P	A	P
Mr. Vishal Om Mehra	P	P	P	P
Mr. Amol Deshpande	NA	NA	NA	NA

NA: Not Applicable P: Present A: Absent

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

(c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The Directors have prepared the annual accounts on a going concern basis; and

(e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SECRETARIAL STANDARDS

The Company follows the Secretarial Standards issued by the Institute of Company Secretaries of India on the Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2). The Company is in compliance with these secretarial standards.

TSA PROCESS EQUIPMENTS PRIVATE LIMITED

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board and its Committees has carried out an annual valuation of its performance and of its individual Directors.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Therefore, requirements of disclosure of RPTs in AOC-2 are not attracted.

A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the Financial Statements.

CONSERVATION OF ENERGY

The Company is in the business of providing utilities generated through renewable energy sources to its clients. This activity directly helps its clients to reduce their Carbon Footprint.

TECHNOLOGICAL ABSORPTION

There was no technology acquisition and absorption during the year under review.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Information pertaining to foreign exchange earnings and outgo, under Section 134(3)(m) of the Companies Act, 2013 is as follows:

(Rs. in lakhs)

	FY 25-26	FY 24-25
Foreign exchange earnings	1214.99	1220.47
Foreign exchange outgo	313.65	446.46

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, duly amended, in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members and others entitled to receive it. Any shareholder interested in obtaining such particulars may write to the Chief Executive Officer. The information is also available for inspection at the registered office during working hours up to the date of the Annual General Meeting.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to provide a safe and conducive work environment to its employees. The Company has constituted Internal Committee as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There were no cases pending at the beginning of the year/ filed during the year, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

A. Number of Sexual Harassment Complaints received: Nil

B. Number of Sexual Harassment Complaints disposed off: Nil

C. Number of Sexual Harassment Complaints beyond 90 days: Nil

STATUTORY AUDITORS

M/s. B K Khare & Co, Chartered Accountants, Mumbai (FRN: 105102W) were reappointed in the AGM held in FY 2025-26 till the conclusion of AGM to be held in FY 2030-31.

The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

COST AUDITORS

In terms of Section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Amendment Rules, 2014, M/s. Santiram Chattopadhyay & Associates, Cost Accountants, Mumbai, have been appointed as the cost auditors of the Company by the Board in the meeting held on April 29, 2025 for FY 2025-26.

COST RECORDS

The maintenance of cost records as specified under Section 148 of the Act, is applicable to the Company and accordingly all the cost records are made and maintained by the Company and audited by the cost auditors.

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

RESTRICTION ON PURCHASE BY COMPANY OR GIVING OF LOANS BY IT FOR PURCHASE OF ITS SHARES

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company its Directors or Key Managerial Personnel, for purchase or subscribe shares of the Company.

THE INSOLVENCY AND BANKRUPTCY CODE, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016. During the year under review there is no instance of onetime settlement with any Bank or Financial Institution.

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

There was no such instance occurred during the period under review.

NUMBER OF EMPLOYEES AS ON CLOSURE OF FINANCIAL YEAR

A. Male: 177

B. Female: 21

C. Transgender: Nil

A STATEMENT BY THE COMPANY WITH RESPECT TO THE COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961.

The Company has complied with the Provisions relating to the maternity Benefits Act, 1961.

ANNUAL RETURN

The Company shall place the annual return once the same is filed with Registrar of Companies for the FY 2025-26 on its website www.tsaprocessequipments.com.

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors of TSA Process Equipments Private Limited

Apurva Shah
Director
DIN: 00150125

Rajiv Parikh
Director
DIN: 01187686

Place: Mumbai

Date : April 30, 2026

Annexure- 1

Policy on the Selection and Appointment of Directors and the Remuneration of Directors, Key Managerial Personnel (KMP), and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Directors, based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors, KMP and other employees of the Company. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

(a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

(b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

(c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict- of-interest w.r.t. any pecuniary relationship and procure necessary declaration.

(d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

(e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration of Non- Executive Directors (NEDs):

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the NRC shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD, WTD & CEO:

i. At the time of appointment or re-appointment, the Managing Director (MD) and Whole Time Director (WTD) shall be paid such remuneration as may be mutually agreed between the Company (which includes the NRC and the Board of Directors) and the MD and WTD within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD and WTD is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the NRC shall ensure/consider the following:

a. the relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD and WTD, the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

(i) The remuneration is divided into Fixed component & Variable Component (Short Term Incentive Plan (STIP) and Long-Term Incentive Plan (LTIP)

(ii) The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

(6) Remuneration criteria for employees:

Employees will be assigned roles based on their qualifications, work experience, competencies, and responsibilities within the organization. Employee remuneration will be determined in line with the company's current HR policy, taking into account factors such as job profile, skill sets, seniority, experience, performance, and prevailing compensation levels for similar roles.

TSA PROCESS EQUIPMENTS PRIVATE LIMITED

INDEPENDENT AUDITOR'S REPORT

To the members of TSA Process Equipments Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of TSA Process Equipments Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the period then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("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, its Profits and total comprehensive income, its changes in equity and its cash flows for the period ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the 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 made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures, but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these 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.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents 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.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the 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 the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to 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) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of 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 does not have any pending litigations which would impact its financial position in its Financial Statements.

      (ii) The Company did not have any long-term contracts, including derivative contracts for which there were any material foreseeable losses;

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

      iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement.

      (v) The Company has not declared/paid/declared and paid any dividend during the year; and

      (vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account 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 Inventory and related consumption which are accounted manually. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN:

Place: Pune
Date: April 30, 2026

TSA PROCESS EQUIPMENTS PRIVATE LIMITED

Annexure A to the Independent Auditors' Report

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report 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")

We have audited the internal financial controls with reference to Financial Statements of **TSA Process Equipments Private Limited** ("the Company") as of March 31, 2026, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 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 system with reference to Financial Statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to 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 Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to 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 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.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to Financial Statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN:

Place: Pune
Date: April 30, 2026

Annexure B to the Independent Auditors' Report

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

i. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a regular programme of physical verification of its property, plant and equipment by which the property, plant and equipment are verified by the management according to a phased programme designed to cover all the items over a period of two years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the programme, the Company has physically verified certain property, plant and equipment during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanation given to us and on the basis of our examination of records of the Company, in respect of immovable properties (Land) that have been taken on lease, the lease agreements are held in the name of the Company where the Company is the lessee in the agreements. The Company does not have any other immovable property.

(d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Hence reporting under clause 3((i)(d) is not applicable to the Company.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. (a) According to the information and explanations given to us, the inventory comprising of raw materials, work-in-progress, finished goods have been physically verified at reasonable intervals by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification between the physical inventory and the book records.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of five crore rupees from Citi Bank ("the Bank") on the basis of security of the current assets during the year. The statements of current assets filed by the Company with the Bank on a quarterly basis are in agreement with the unaudited books of account as certified by the management.

(iii) According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

(vi) The maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Act for the products of the Company. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, specified by the Central Government under sub-section (1) of Section 148 of the Act and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Duty of Customs, Income Tax and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities though there has been a slight delay in a few cases . According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of 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 on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Income Tax, Goods and Services Tax, Service Tax, Provident Fund, Employees State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value added tax, Cess as at 31 March 2026, which have not been deposited on account of any dispute.

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) In our opinion, according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilized for long- term purposes as at the Balance Sheet date.

(e) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

(f) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the

Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) Though establishment of vigil mechanism is not mandated for the Company by the Act, or by Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) ("SEBI LODR") Regulations, as represented by the management, no whistle blower complaints were received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

(xiv) In our opinion and according to the information and explanations given to us and based on our examination, internal audit system is not applicable to the Company. Hence reporting under clause 3(xiv) is not applicable to the Company.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company and subsidiary companies or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has one Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting 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, the 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, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) The provisions of Section 135 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xx)(a) and (b) of the Order is not applicable to the Company.

B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN:

Place: Pune
Date: April 30, 2026

Balance Sheet as at March 31, 2026

(All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
I. Non-current assets		**1,838.93**	**1,537.68**
(a) Property, plant and equipment	1	1,434.90	1,237.33
(b) Capital work-in-progress	1	60.13	0.15
(c) Right-of-use assets	2	98.20	102.30
(e) Other Intangible assets	1a	118.98	-
(f) Intangible assets under development	1b	-	61.58
(g) Financial assets			
(i) Investments	3	1.04	1.04
(ii) Trade receivables		-	-
(iii) Loans		-	-
(iv) Other financial assets	4	45.26	36.27
(h) Deferred tax assets (net)	5	80.42	95.06
(i) Other non-current assets	6	-	3.95
II.Current assets		**9,446.30**	**9,301.12**
(a) Inventories	7	3,346.86	3,511.17
(b) Financial assets			
(i) Investments		-	-
(ii) Trade receivables	8	5,774.69	5,196.28
(iii) Cash and cash equivalents	9	3.77	39.66
(iv) Bank balance other than (iii) above	9	-	8.26
(v) Loans	10	20.28	12.92
(vi) Other financial assets	11	22.55	38.64
(c) Income tax assets (net)	12	6.76	-
(d) Other current assets	13	271.39	494.19
Total Assets		**11,285.23**	**10,838.80**
EQUITY AND LIABILITIES			
I. Equity		**4,498.90**	**3,822.10**
(a) Equity share capital	14	136.80	136.80
(b) Other equity	15	4,362.10	3,685.30

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Liabilities			
II. Non-current liabilities		**444.12**	**261.19**
(a) Financial liabilities			
(i) Borrowings	16	275.45	6.29
(ii) Lease liabilities	17	38.41	92.14
(iv) Other financial liabilities	18	-	-
(b) Provisions	19	130.26	162.76
b) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(iv) Other financial liabilities	18	-	-
(c) Deferred tax liabilities (net)		-	-
III. Current liabilities		**6,342.21**	**6,755.50**
(a) Financial liabilities			
(i) Borrowings	20	2,129.13	2,169.60
(iii) Lease liabilities	21	73.87	32.06
(ii) Trade and other payables			
a) total outstanding dues of micro enterprises and small enterprises	22	568.64	463.63
b) total outstanding dues of creditors other than micro enterprises and small enterprises	22	2,146.79	1,721.64
(iv) Other financial liabilities	23	442.03	120.75
(b) Provisions	24	46.56	24.82
(c) Income tax Liabilities (net)	24a	-	38.26
(d) Other current liabilities	25	935.19	2,184.74
Total Equity and Liabilities		**11,285.23**	**10,838.80**

Material accounting policies 36

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For B K Khare & Co
Chartered Accountants
Firm Registration No. : 105102W

Amit Mahadik
Partner
Membership No. : 125657
UDIN:

Place: Pune
Date:

For and on behalf of the Board of Directors of
TSA Process Equipments Private Limited
CIN: U74999MH2004PTC149217

Apurva Shah
Director
DIN : 00150125

Rajiv Parikh
Director
DIN : 01187686

Alpesh Shah
Chief Financial Officer

Vishal Mehra
Director
DIN : 10584624

Place: Pune
Date:

TSA PROCESS EQUIPMENTS PRIVATE LIMITED

Statement of profit and loss for the year ended March 31, 2026

(All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Particulars	Note no	As at March 31, 2026	As at March 31, 2025
Income			
Revenue from operations	26	16,699.82	12,965.26
Other income	27	68.63	40.70
Total Income		**16,768.45**	**13,005.96**
Expenses			
Cost of raw materials and components consumed	28	10,153.22	8,904.17
Purchase of traded goods		-	-
Changes in inventories of finished goods, work-in-progress and traded goods	29	994.81	(195.25)
Employee benefits expense	30	1,538.03	1,107.50
Finance costs	31	235.49	230.06
Depreciation and amortisation expense	32	175.93	93.72
Other Expenses	33	2,708.52	2,507.31
Total Expenses		**15,806.00**	**12,647.51**
Profit before exceptional items and tax		**962.45**	**358.45**
Exceptional Items [Income/(Expense)]			
Profit before tax		**962.45**	**358.45**
Tax expense		297.46	130.00
Current tax	34	295.70	140.00
(Excess)/short provision related to earlier years	34	(8.91)	1.30
Deferred tax	34	10.67	(11.30)
Profit for the year		**664.99**	**228.45**
Other comprehensive income			
A. Other comprehensive income not to be reclassified to profit or loss in subsequent periods:		11.81	(0.99)
Re-measurement gains/(losses) on defined benefit plans		15.78	(1.32)
Income tax effect on above		(3.97)	0.33
Total other comprehensive income for the year, net of tax [A + B]		**11.81**	**(0.99)**
Total comprehensive income for the year		**676.80**	**227.46**
Earnings per equity share [nominal value per share ₹10 (31st March 2025 : ₹10)]			
Basic		48.61	16.70
Diluted		48.61	16.70
Material accounting policies			

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For B K Khare & Co
Chartered Accountants
Firm Registration No. : 105102W

Amit Mahadik
Partner
Membership No. : 125657
UDIN:

Place: Pune
Date:

For and on behalf of the Board of Directors of
TSA Process Equipments Private Limited
CIN: U74999MH2004PTC149217

Apurva Shah
Director
DIN : 00150125

Rajiv Parikh
Director
DIN : 01187686

Alpesh Shah
Chief Financial Officer

Vishal Mehra
Director
DIN : 10584624

Place: Pune
Date:

Statement of Changes in Equity for the year ended March 31, 2026

(All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

A Equity Share Capital#

Equity Shares of ₹ 10 each issued, subscribed and fully paid	No. of Shares	Amount
As at 01 April 2024	1,368,000	136.80
Issue/Reduction, if any during the year	-	-
As at 31 March 2025	1,368,000	136.80
Issue/Reduction, if any during the year	-	-
As at 31 March 2026	**1,368,000**	**136.80**

B Other Equity#

Particulars	Reserves and Surplus			Items of OCI			Total
	Securities Premium	General Reserve	Retained Earnings	General Reserve / Retained Earnings	Equity instruments through other comprehensive income	Foreign currency translation reserve	
As at 01 April 2024	294.40	(124.42)	3,287.86	3,163.44	-	-	3,457.84
Profit for the year	-	-	228.45	228.45	-	-	228.45
Other comprehensive income for the year	-	-	(0.99)	(0.99)	-	-	(0.99)
Total Comprehensive income for the year	-	-	227.46	227.46	-	-	227.46
As at 31 March 2025	294.40	(124.42)	3,515.32	3,390.90	-	-	3,685.30
Profit for the year	-	-	664.99	664.99	-	-	664.99
Other comprehensive income for the year	-	-	11.81	11.81	-	-	11.81
Total Comprehensive income for the year	**-**	**-**	**676.80**	**676.80**	**-**	**-**	**676.80**
As at 31 March 2026	**294.40**	**(124.42)**	**4,192.12**	**4,067.70**	**-**	**-**	**4,362.10**

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For B K Khare & Co
Chartered Accountants
Firm Registration No. : 105102W

Amit Mahadik
Partner
Membership No. : 125657
UDIN:

Place: Pune
Date:

For and on behalf of the Board of Directors of
TSA Process Equipments Private Limited
CIN: U74999MH2004PTC149217

Apurva Shah
Director
DIN : 00150125

Rajiv Parikh
Director
DIN : 01187686

Alpesh Shah
Chief Financial Officer

Vishal Mehra
Director
DIN : 10584624

Place: Pune
Date:

TSA PROCESS EQUIPMENTS PRIVATE LIMITED

Cash flow statement for the year ended March 31, 2026

(All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Particulars	As at March 31, 2026	As at March 31, 2025
CASH FLOW FROM OPERATING ACTIVITIES		
Profit / (Loss) before Tax	962.45	358.42
Adjustments to reconcile profit before tax to net cash flows:	403.54	420.23
Add:		
Depreciation and Amortisation	175.93	93.72
Loss on disposal of assets & Others	0.36	-
Inventories written down	-	-
Unrealised Loss/Gain on Investment	0.11	
Provision for doubtful debts and advances (net)	44.15	100.28
Bad debts and irrecoverable balances written off	2.58	-
Finance cost	235.49	230.06
Less:		
Unwinding of interest on deposits	(1.10)	(1.61)
Sundry Credit Balances write back	(0.70)	-
Surplus on sale of assets	-	-
Interest / Dividend received (Finance income)	(0.64)	(2.22)
Foreign exchange gain	(43.89)	
Gain on De-recognition of Lease Liability	(8.75)	-
Operating Profit before working capital changes	**1,365.99**	**778.65**
Changes in working capital	**(586.02)**	**(270.85)**
(Increase) / Decrease in Inventories	164.30	(650.61)
(Increase) / Decrease in Trade Receivable	(568.99)	(685.93)
Increase / (Decrease) in Trade Payables	527.81	234.42
(Increase)/Decrease in Loans	(7.38)	2.91
(Increase)/Decrease in Other Non current Financial Assets	(8.05)	23.52
(Increase)/Decrease in Other current Financial Assets	16.05	(8.20)
(Increase)/Decrease in Other Current Assets	183.19	(81.29)
Increase/(Decrease) in Other Current Financial Liabilities	321.28	(32.36)
Increase/(Decrease) in Other Current Liabilities	46.18	(94.52)
Increase/(Decrease) in Advance from customer	(1,304.94)	1,081.78
(Increase)/Decrease in Advance paid to Creditors	39.58	(130.24)
Increase / (Decrease) in Provisions	4.95	69.66
Net Cash generated / (used in) from operations	**779.97**	**507.81**
Direct taxes paid	(331.82)	(71.99)
NET CASH FLOW FROM OPERATING ACTIVITIES	**448.15**	**435.81**

Particulars	As at March 31, 2026	As at March 31, 2025
CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from Sale of Property, Plant and Equipment	0.21	-
Acquisition of Property, Plant and equipment	(425.20)	(519.73)
Advance for Acquisition of Property, Plant and equipment	3.95	21.15
Interest received (Finance income)	0.69	2.27
NET CASH FLOW FROM INVESTING ACTIVITIES	**(420.35)**	**(496.31)**
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from borrowings	228.69	305.82
Repayment of borrowings		
Proceeds from issue of equity share capital	-	-
Share issue expenses	-	-
Repayment of Lease Liability	(77.32)	(65.34)
Lease liability		
Interest paid (finance cost)	(223.32)	(216.39)
NET CASH FLOW FROM FINANCING ACTIVITIES	**(71.95)**	**24.09**
Net increase / (decrease) in cash and cash equivalents	**(44.15)**	**(36.41)**
Opening Cash and Cash equivalents	**47.92**	**84.33**
Closing Cash and Cash equivalents	**3.77**	**47.92**

As per our report of even date attached

For B K Khare & Co
Chartered Accountants
Firm Registration No. : 105102W

Amit Mahadik
Partner
Membership No. : 125657
UDIN:

Place: Pune
Date:

For and on behalf of the Board of Directors of
TSA Process Equipments Private Limited
CIN: U74999MH2004PTC149217

Apurva Shah
Director
DIN : 00150125

Rajiv Parikh
Director
DIN : 01187686

Alpesh Shah
Chief Financial Officer

Vishal Mehra
Director
DIN : 10584624

Place: Pune
Date:

Note -1 - a) Property, Plant and Equipment / Capital Work in progress / Other Intangible Asset / Intangible Asset under development

Particulars	Land	Factory Building	Office Building	Plant and Machinery	Electrical Installation	Office Equipment	Telephone instrument	Computer	Servers	Vehicle	Furnitures and Fixtures	Total	Other Intangible Asset	Capital work-in-progress	Intangible assets under development
Gross Block															
As at 31 March 2025	**25.77**	**1,031.40**		**282.18**	**40.99**	**12.33**	**0.33**	**68.24**		**53.15**	**34.70**	**1,549.09**	**-**	**0.15**	**61.58**
Additions	-	12.98	7.79	9.47	8.04	8.58	-	42.97	17.00	-	34.18	141.01	9.43	-	47.28
Asset held of disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Deductions/Amortization	-	-	-	-	-	-	-	-	-	-	-	-	-	0.15	9.43
As at 30 Sept 2025	**25.77**	**1,044.38**	**7.79**	**291.65**	**49.03**	**20.91**	**0.33**	**111.21**	**17.00**	**53.15**	**68.88**	**1,690.10**	**9.43**	**(0.00)**	**99.43**
Additions	-	-	-	7.76	-	17.19	-	5.49	-	-	-	30.44	120.82	71.23	9.43
Asset held of disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Deductions/Amortization	-	-	-	-	-	-	-	-	-	-	-	-	-	-	108.86
As at 31 Dec 2025	**25.77**	**1,044.38**	**7.79**	**299.41**	**49.03**	**38.10**	**0.33**	**116.70**	**17.00**	**53.15**	**68.88**	**1,720.54**	**130.25**	**71.23**	**-**
Additions	-	52.76	-	11.57	8.55	0.08	-	13.69	-	-	38.46	125.11	-	-	-
Asset held of disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Deductions/Amortization	-	-	-	-	-	-	-	13.80	-	-	-	13.80	-	11.10	-
As at 31 Mar 2026	**25.77**	**1,097.14**	**7.79**	**310.98**	**57.58**	**38.18**	**0.33**	**116.59**	**17.00**	**53.15**	**107.34**	**1,831.85**	**130.25**	**60.13**	**-**
Depreciation												-	-	-	-
As at 31 March 2025	**-**	**128.53**		**87.70**	**2.90**	**9.40**	**0.27**	**38.39**		**29.76**	**14.79**	**311.76**	**-**	**-**	**-**
For the year	-	15.10	0.10	9.35	0.28	1.77	0.01	10.25	1.46	3.07	2.76	44.14	2.15	-	-
Asset held of disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Deductions/Amortization	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at 30 Sept 2025	**-**	**143.63**	**0.10**	**97.05**	**3.18**	**11.17**	**0.27**	**48.64**	**1.46**	**32.83**	**17.55**	**355.90**	**2.15**	**-**	**-**
For the year	-	7.97	0.06	5.44	0.18	1.51	0.00	5.83	1.02	1.60	1.64	25.25	1.67	-	-
Asset held of disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Deductions/Amortization	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at 31 Dec 2025	**-**	**151.60**	**0.16**	**102.49**	**3.36**	**12.68**	**0.27**	**54.47**	**2.48**	**34.43**	**19.20**	**381.15**	**3.83**	**-**	**-**
For the year	-	9.34	0.06	3.82	1.91	0.29	0.00	9.35	1.00	1.56	1.72	29.03	7.45	-	-
Asset held of disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Deductions/Amortization	-	-	-	-	-	-	-	13.23	-	-	-	13.23	-	-	-
As at 31 Mar 2026	**-**	**160.94**	**0.22**	**106.31**	**5.27**	**12.97**	**0.27**	**50.59**	**3.48**	**35.99**	**20.92**	**396.95**	**11.27**	**-**	**-**
Net Block												**-**			
As at 31 March 2025	**25.77**	**902.87**	**-**	**194.48**	**38.09**	**2.92**	**0.06**	**29.84**	**-**	**23.38**	**19.91**	**1,237.33**	**-**	**0.15**	**61.58**
As at 31 Mar 2026	**25.77**	**936.20**	**7.57**	**204.67**	**52.31**	**25.20**	**0.06**	**65.99**	**13.52**	**17.16**	**86.42**	**1,434.90**	**118.98**	**60.13**	**-**

(a) Gross block is at Cost.
(b) For depreciation and amortisation refer accounting policy .
(c) Capital work in progress : Capital work-in-progress comprises cost of assets that are not yet installed and ready for their intended use at the balance sheet date. Total amount of CWIP is ₹ 60.13 Lakhs (31 March 2025: ₹ 61.73 Lakhs).

TSA PROCESS EQUIPMENTS PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

(d) Ageing of capital work-in-progress / Intangible assets under development

Particulars	As at 31 March 2025					As at 31 March 2024				
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Projects in progress										
(i) Factory Building	15.82				15.82	0.15				0.15
(ii) Plant and machinery	16.50				16.50	56.40				56.40
(iii) Office equipment	0.02				0.02	5.18				5.18
(iv) Electric Installation	1.73				1.73					
(v) Furniture & Fixture	26.07				26.07					
Sub-total	**60.13**	-	-	-	**60.13**	**61.73**	-	-	-	**61.73**
Projects temporarily suspended										
Sub-total	-	-	-	-	-	-	-	-	-	-
Total	**60.13**	-	-	-	**60.13**	**61.73**	-	-	-	**61.73**

Note 2 : Right-of-use Assets

Particulars	Category of Right-of-use assets		Total
	Office Building	Factory Building	
As at 31 March 2025	**51.20**	**51.09**	**102.29**
Recognition	-	-	-
Additions	111.02	-	111.02
Deletion	49.03	-	49.03
Amortisation	10.72	4.26	14.98
As at 30 June 2025	**102.47**	**46.83**	**149.30**
Recognition	-	-	-
Additions	0.16	-	0.16
Deletion	-	-	-
Amortisation	12.83	4.26	17.09
As at 30 Sept 2025	**89.80**	**42.57**	**132.37**
Recognition	-	-	-
Additions	-	-	-
Deletion	-	-	-
Amortisation	12.83	4.25	17.08
As at 31 December 2025	**76.97**	**38.32**	**115.29**
Recognition	-	-	-
Additions	-	-	-
Deletion	-	-	-
Amortisation	12.83	4.26	17.09
As at 31 March 2026	**64.14**	**34.06**	**98.20**

Note 3 : Non-current Investments

Particulars	Par Value/ Face Value Per Unit	As at 31st March 2026	As at 31st March 2025
Unquoted: Equity			
Investment in Equity Shares 2,000 (P.Y. 2,000) of TJSB Bank Limited		1.04	1.04
Total		**1.04**	**1.04**

(a) Other financial assets are measured at amortised cost.

Note 4 : Other Financial Assets (Non-current)

	As at March 31, 2026	As at March 31, 2025
Security deposits	30.51	35.08
Unsecured, considered good	30.51	35.08
Doubtful	-	-
Less : Loss allowance for doubtful deposits	-	-
Fixed deposits with bank	14.75	1.19
Total	**45.26**	**36.27**

Note 5 : Deferred Tax Assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred Tax Liability	**-**	**-**
Depreciation	-	-
Others	-	-
Less : Deferred Tax Assets	**(80.42)**	**(95.06)**
Disallowances u/s 43 B of Income Tax Act	(24.56)	-
Depreciation	41.70	-
Provision for doubtful debts & advances	**(19.09)**	**-**
Provision for Gratuity, Leave Encashment, Bonus	(43.58)	-
ROU Asset Net of Lease Liability and PV of Deposit	(4.18)	-
Provision for Warranty / Purchase	(30.71)	
Others (Sales cut-off)	-	(95.06)
Total	**80.42**	**95.06**

(a) Reconciliation of deferred tax assets / (liabilities), net

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance as of 1 April	**95.06**	**83.43**
Tax income/(expense) during the year recognised in profit or loss	(10.67)	11.30
Tax income/(expense) during the year recognised in OCI	(3.97)	0.33
Closing balance as at 31 March	**80.42**	**95.06**

Notes to the financial statements for the year ended March 31, 2026

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

(c) The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Note 6 : Other Non-current Assets

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	-	3.95
Total	**-**	**3.95**

Note 7 : Inventories

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials	**2,966.36**	**2,135.86**
Raw materials and components includes stock in transit*	2,966.36	2,135.86
Work-in-progress	-	659.92
Finished goods	380.50	715.39
Total	**3,346.86**	**3,511.17**

* includes goods in transit - Nil (March 31, 2026: Nil)

(a) Write Downs of inventories to net realisable value amounted to NIL Lakhs (31 March 2026 : NIL Lakhs).

(b) Refer note 16(b) for information on inventory hypothecation with bankers for the purpose of Working Capital facilities.

Note 8 : Trade Receivables (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables (Refer notes below)	5,774.69	5,196.28
i) Related Parties	-	-
ii) Others	5,774.69	5,196.28
Break-up for security details:		
Secured considered good	-	-
Unsecured considered good	5,774.69	5,196.28
Trade Receivables - credit impaired	75.84	185.09
Less: Impairment Allowance	(75.84)	(185.09)
Total	**5,774.69**	**5,196.28**

(a) Trade receivables are measured at amortised cost.

(b) Trade receivables due from private companies in which director of the company, is a director or a member as at 31 March 2026 NIL (31 March 2025 - NIL)

(c) Movement of Impairment Allowance (for expected credit loss under simplified approach)

Particulars	₹ in Lakhs
As at 31st March 2025	**185.09**
Allowance made/(reversed) during the year (Net)	(109.25)
As at 31st March 2026	**75.84**

Note 8a : Trade Receivables (Current)

(j) Trade Receivables ageing

Tuesday, March 31, 2026							
Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables	1,871.13	3,579.35	305.03	19.16	-	-	5,774.67
- considered good	1,905.94	3,579.35	346.06	19.16	-	-	5,850.51
- which have significant increase in credit risk	-34.81	-	-41.03	-	-	-	-75.84
- credit impaired	-	-	-	-	-	-	-
(ii) Disputed Trade Receivables	-	-	-	-	-	-	-
- considered good	-	-	-	-	-	-	
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Total (i) +(ii)	**1,871.13**	**3,579.35**	**305.03**	**19.16**	**-**	**-**	**5,774.67**

Monday, March 31, 2025							
Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables	2,194.23	2,458.67	316.25	223.86	3.27	-	5,196.28
- considered good	2,194.23	2,458.67	316.25	351.90	4.83	55.49	5,381.37
- which have significant increase in credit risk	-	-	-	-128.04	-1.56	-55.49	-185.09
- credit impaired	-	-	-	-	-	-	-
(ii) Disputed Trade Receivables	-	-	-	-	-	-	-
- considered good	-	-	-	-	-	-	
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Total (i) +(ii)	**2,194.23**	**2,458.67**	**316.25**	**223.86**	**3.27**	**-**	**5,196.28**

TSA PROCESS EQUIPMENTS PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2026

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Note 9 : Cash and Cash Equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with Bank		
Current accounts and debit balance in cash credit accounts	3.60	38.77
Cash on hand	0.17	0.89
Total	**3.77**	**39.66**

Note 9b : Other Bank Balances

Particulars	As at March 31, 2026	As at March 31, 2025
Deposits with original maturity of more than three months but less than 12 months	-	8.26
Total	**-**	**8.26**

Note 10 : Loans (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Loans to employees	20.28	12.92
Total	**20.28**	**12.92**

(a) Loans are measured at amortised cost.

(b) Loans are non-derivative financial assets carried at amortised cost which generate a fixed or variable interest income for the Company. The carrying value may be affected by changes in the credit risk of the counterparties.

Note 11 : Other Financial Assets (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits		
FD interest receivable	0.11	0.16
Fixed deposits with bank	-	1.49
Export incentive receivable	22.44	36.99
Total	**22.55**	**38.64**

(a) Other financial assets are measured at amortised cost.

Note 12 : Current Tax Assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Tax paid in advance (Net of provision)	6.76	-
Total	**6.76**	**-**

Note 13 : Other Current Assets

Particulars	As at March 31, 2026	As at March 31, 2025
Advance to suppliers	**250.87**	**290.45**
Unsecured, considered good	250.87	290.45
Advance employees	12.00	-
Unsecured, considered good	12.00	-
Doubtful		
Less : Loss allowance for doubtful advances		
Sales tax / VAT / GST receivable	-	178.10
Prepaid expenses	8.37	25.49
Balance with direct tax department	0.15	0.15
Total	**271.39**	**494.19**

Note 14 Share capital

Authorised Share Capital

Equity shares of ₹ 10 each

Particulars	As at March 31, 2026	As at March 31, 2025
As at 31 March 2025	1,370,000	137.00
Increase/(decrease) during the year	-	-
As at 31 March 2026	**1,370,000**	**137.00**

(b) Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹10 each. Each equity shareholder is entitled to one vote per share and has a right to receive dividend as recommended by Board of Directors subject to the necessary approval from the shareholders.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Issued and Subscribed Share Capital

Equity shares of ₹ 10 each

Particulars	As at March 31, 2026	As at March 31, 2025
As at 31 March 2025	**13,68,000**	**136.80**
Increase/(decrease) during the year	-	-
As at 31 March 2026	**1,368,000**	**136.80**

Subscribed and fully paid up

Increase / (Decrease) during the year

Equity shares of ₹ 10 each

Particulars	As at March 31, 2026	As at March 31, 2025
As at 31 March 2025	**1,368,000**	**136.80**
Increase/(decrease) during the year	-	-
As at 31 March 2026	**1,368,000**	**136.80**

Number of Shares held by each shareholder holding more than 5% Shares in the Company

Name of the Shareholder	As at 31st March 2026		As at 31st March 2025	
	No. of shares	% of shareholding	No. of shares	% of shareholding
Apurva Shah	241,815	17.68	241,815	17.68
Rajiv Parikh	205,065	14.99	205,065	14.99
Fabtech Technologies Private Limited	223,440	16.33	223,440	16.33
Thermax Limited	697,677	51.00	697,677	51.00

Shares held by promoters* as at

S. No.	Promoter Name	As at 31st March 2026		
		No. of Shares	% of total Shares	% change during the period
1.	Apurva Shah	241,815	17.68	-
2.	Rajiv Parikh	205,065	14.99	-
	Total	446,880	33%	-

Notes to the financial statements for the year ended March 31, 2026

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

As at 31st March 2025			
	No. of Shares	% of total Shares	% change during the period
1. Apurva Shah	241,815	17.68	-
2. Rajiv Parikh	205,065	14.99	-
Total	446,880	33%	-

*Promoter here means promoter as defined in the Companies Act, 2013.

Note 15 : Other Equity

	As at March 31, 2026	As at March 31, 2025
Securities Premium	294.40	294.40
Opening Balance	294.40	294.40
Add/(Less) during the year	-	-
General Reserve	**(124.42)**	**(124.42)**
Opening Balance	(124.42)	(124.42)
Add/(Less) during the year	-	-
Retained Earnings	**4,192.12**	**3,515.32**
Opening Balance	3,515.32	3,287.86
Add : Profit for the year	664.99	228.45
Add : Other Comprehensive Income/(Loss)	11.81	(0.99)
	676.80	**227.46**

Other Reserves

	As at March 31, 2026	As at March 31, 2025
Securities Premium	294.40	294.40
General Reserve	(124.42)	(124.42)
Retained Earnings	4,192.12	3,515.32
General Reserve /Retained Earnings	4,067.70	3,390.90
Total	**4,362.10**	**3,685.30**

Note 16 : Borrowings (Non-current)

	As at March 31, 2026	As at March 31, 2025
Secured loans from Bank	275.45	6.29
Car Loan from IDFC First Bank Limited	-	9.79
Term Loan from Citi Bank	355.45	-
Less: Current maturities of long term debts	(80.00)	(3.50)
Total	**275.45**	**6.29**

(a) Loans are measured at amortised cost.

(b) Term Loans from Banks

During the year, the term loans from banks were repaid as per their respective schedules. The repayment obligations for the upcoming 12 months have been accounted for under current maturity of long-term debts. All installments were paid on time, adhering to the agreed terms and interest rates.

(c) Maturity profile of term loans from Banks (Current and Non-current)

	As at March 31, 2026	As at March 31, 2025
Upto three months	20.00	-
More than three months up to one year	60.00	-
More than one year up to three years	195.45	-
More than three years up to five years	-	-
More than five years	-	-

(d) Loan for purchase of vehicles - Banks

Loans for purchase of vehicles are secured against Hypothication of vehicles

(e) Maturity profile of vehicle loans from Banks and NBFC (Current and Non-current)

	As at March 31, 2026	As at March 31, 2025
Upto three months	-	-
More than three months up to one year	-	3.50
More than one year up to three years	-	6.29
More than three years up to five years	-	-
More than five years	-	-

(f) Disclosure on Utilization of Borrowed Funds

No borrowings from banks and financial institutions have been used for purposes other than the specific purpose for which it was taken at the balance sheet date

(g) Disclosure for Secured Borrowings

The Company has borrowings from banks or financial institutions on the basis of security of current asset and the quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts

Note 17 : Lease Liabilities (Non-current)

	As at March 31, 2026	As at March 31, 2025
Lease liabilities	38.41	92.14
Total	**38.41**	**92.14**

Note 18 : Other Financial Liabilities (Non-current)

	As at March 31, 2026	As at March 31, 2025
Deposits/ Retentions from customers and others	-	-
Total	**-**	**-**

(a) Other financial liabilities are measured at amortised cost.

Note 19 : Provisions (Non-current)

	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits	**105.42**	**99.99**
Provision for gratuity	54.48	99.99
Provision for compensated absence	50.94	-
Provision for pension and other retirement benefits	-	-
Other provisions	**24.84**	**62.77**
Provision for warranty	24.84	62.77
Total	**130.26**	**162.76**

TSA PROCESS EQUIPMENTS PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2026

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Note 20 : Borrowings (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans	2,129.13	2,169.60
Working capital facilities	2,049.13	2,166.10
IDFC First Bank Limited	-	-
CITI Bank (CC / WCDL)	2,049.13	2,165.80
Bank of India Overdraft	-	0.30
Current maturities of non-current borrowings	80.00	3.50
Total	**2,129.13**	**2,169.60**

(a) Borrowings are measured at amortised cost.

(b) During the year under review, the Company has been sanction the various Credit Facilities by Citi Bank Limited, Mumbai and ICICI Bank Limited including Working Capital Demand Loan (WCDL), Packing Credit in INR/Foreign Currency, BG-Financial /Performance, Letter of Credit, Cash Credit Facility. Company has taken Term loan from Citibank of Rs 4 crs for the period of 5 years starting from 13th August 25 against security of Stock and Debtors only. Interest rate is 1 month T Bill + 2.12% p.a (Floating rate). This is reimbursement loan against Capital Expenditure.

Note 21 : Lease Liabilities (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Lease liabilities	73.87	32.06
Total	**73.87**	**32.06**

Note 22 : Trade and Other Payables (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	568.64	463.63
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,146.79	1,721.64
Total	**2,715.43**	**2,185.27**

(a) Trade and other payables are measured at amortised cost.

(b) Ageing schedule for trade payable

As at 31 March 2026

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Payable	2,258.74	450.46	6.23	-	-	2,715.43
- MSME - Micro & Small	473.64	95.00	-	-	-	568.64
- Others including Medium	1,785.10	355.46	6.23	-	-	2,146.79
(ii) Disputed Trade Payable	-	-	-	-	-	-
- MSME - Micro & Small						-
- Others including Medium						-
(iii) Unbilled Dues						
Total (i+ii+iii)	**2,258.74**	**450.46**	**6.23**	**-**	**-**	**2,715.43**

As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Payable	1,297.85	876.68	10.73	-	-	2,185.26
- MSME - Micro & Small	252.99	210.63	-	-	-	463.62
- Others including Medium	1,044.86	666.05	10.73	-	-	1,721.64
(ii) Disputed Trade Payable	-	-	-	-	-	-
- MSME - Micro & Small						-
- Others including Medium						-
(iii) Unbilled Dues						
Total (i+ii+iii)	**1,297.85**	**876.68**	**10.73**	**-**	**-**	**2,185.26**

Note 23 : Other financial liabilities (Current)

	As at March 31, 2026	As at March 31, 2025
Employee benefits payable	146.74	111.10
Payable for capital purchases	124.10	-
Other payables	171.19	9.65
Total	**442.03**	**120.75**

(a) Other financial liabilities are measured at amortised cost.

Note 24 : Provisions (Current)

	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits	11.56	24.82
Provision for gratuity	7.75	6.71
Provision for compensated absence	3.81	18.11
Others	35.00	-
Provision for warranty	35.00	-
Total	**46.56**	**24.82**

(a) Employee benefits obligations

i) Gratuity

The Company provides gratuity for employees as per the Gratuity Act, 1972 and Company's Internal Gratuity Scheme. Employees who are in continuous service for a period of five years are eligible for gratuity. The amount of gratuity is payable on retirement or termination whichever is earlier. The level of benefits provided depends on the member's length of service and salary at retirement age.

ii) Compensated absences

The leave obligation cover the Company's liability for earned leaves.

Note 24(a) : Income Tax Liabilities (Current)

	As at March 31, 2026	As at March 31, 2025
Tax provision (Net of tax paid in advance)	-	38.26
Total	**-**	**38.26**

Notes to the financial statements for the year ended March 31, 2026

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Note 25 : Other Current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Advance from customers	854.82	2,150.56
Statutory dues	80.37	25.85
Site Expense Payables	-	8.33
Total	**935.19**	**2,184.74**

Note 26 : Revenue from Operations

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Sales and services	**16,677.88**	**12,934.47**
Sale of products	**16,261.25**	**12,692.47**
Domestic	14,480.05	9,698.50
Exports	1,781.20	2,993.97
Sale of services	**416.63**	**242.00**
Domestic	374.13	233.25
Exports	42.50	8.75
Other operating income	**21.94**	**30.79**
Sale of scrap	0.81	
Export incentives	21.13	30.79
Total	**16,699.82**	**12,965.26**

Note 27 : Other Income

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest on income tax refund	-	1.34
Interest income on financial assets measured at amortised cost		
Bank Deposits	0.49	2.07
Unwinding of interest on security deposits	1.10	1.61
Dividend income from equity investments designated at fair value through other comprehensive income	0.15	0.15
Exchange gain/(loss) on translation of assets and liabilities	56.04	21.04
Provision for doubtful debts and advances written back	0.70	-
Insurance Claim	-	14.49
Miscellaneous income	10.15	
Total	**68.63**	**40.70**

Note 28 : Cost of Raw Materials and Components Consumed

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Inventories at the beginning of the year	2,135.86	1,680.50
Add : Purchases	10,983.72	9,359.53
Inventories at the end of the year	(2,966.36)	(2,135.86)
Total	**10,153.22**	**8,904.17**

Note 29 : Changes in Inventories of Finished Goods, Work-in-Progress and Traded Goods

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Opening Inventory	**1,375.31**	**1,180.06**
Work-in-process	659.92	1,145.90
Finished goods	715.39	34.16
Traded goods	-	-
Closing Inventory	**380.50**	**1,375.31**
Work-in-process	-	659.92
Finished goods	380.50	715.39
Traded goods	-	-
(Increase)/Decrease in inventory	994.81	(195.25)
Total	**994.81**	**(195.25)**

Note 30 : Employee Benefits Expense

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salaries, wages, bonus, commission, etc.	1,447.94	1,022.37
Gratuity	35.15	26.38
Contribution to provident and other funds	46.27	38.48
Welfare and training expenses	8.67	20.27
Total	**1,538.03**	**1,107.50**

Note 31 : Finance Costs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest on loans	180.80	147.72
Interest on lease liabilities	12.17	13.73
Other finance cost	42.52	68.61
Total	**235.49**	**230.06**

Note 32 : Depreciation and Amortization Expense

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Depreciation on tangible assets	98.42	40.10
Depreciation on ROU assets	66.24	53.62
Amortization on intangible assets	11.27	-
Total	**175.93**	**93.72**

TSA PROCESS EQUIPMENTS PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2026

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Note 33 : Other Expenses

	For the year ended 31st March 2026	For the year ended 31st March 2025
Operating expenses	**2,038.96**	**1,645.47**
Stores consumed	-	-
Power and electricity	26.04	18.11
Process charges/Labour charges	1,041.81	798.66
Site installation charges	847.84	721.07
Other factory overheads	115.45	99.35
Repairs and maintenance - Factory	2.30	0.89
Repairs and maintenance - Site machine	5.52	7.39
Selling expenses	**338.11**	**556.25**
Brokerage and commission on sales	62.93	95.25
Freight and forwarding charges	126.29	188.82
Warranty	41.71	32.34
Business promotion expenses	18.92	133.83
Advertisement and Exhibition expenses	44.11	5.73
Provision for doubtful debts and advances (net) (Including expected credit loss)	44.15	100.28
Administration expenses	**331.45**	**305.59**
Rent	1.10	1.20
Rates and taxes	9.91	4.42
Insurance	17.75	19.58
Other repairs and maintenance	6.42	7.04
Travelling and conveyance	82.59	82.56
Postage and Courier	38.29	19.26
Telephone and Internet Expenses	5.36	3.52
Printing and stationery	10.36	12.12
Legal and professional expenses	99.46	75.57
Auditor's remuneration	11.50	14.59
Spend on CSR activities	-	20.00
Bank charges/Commission	5.31	4.57
Electricity expenses - Office	5.66	5.16
Miscellaneous expenses	34.80	36.00
Net Loss on assets sold, demolished, discarded and scrapped	0.36	-
Bad debts and irrecoverable balances written off	2.58	-
Total	**2,708.52**	**2,507.31**

Note 34 : Tax Expense

The note below details the major components of income tax expenses for the year ended 31st March 2026. The note further describes the significant estimates made in relation to company's income tax position, and also explains how the income tax expense is impacted by non-assessable and non-deductible items.

	For the year ended 31st March 2026	For the year ended 31st March 2025
Current tax	**286.79**	**141.30**
Current income tax	295.70	140.00
(Excess)/short provision related to earlier years	(8.91)	1.30
Deferred tax	**10.67**	**(11.30)**
Relating to origination and reversal or temporary difference	10.67	(11.30)
Income tax expense reported in the statement of profit and loss	**297.46**	**130.00**

Other Comprehensive Income (OCI)

	For the year ended 31st March 2026	For the year ended 31st March 2025
Deferred tax related to items recognised in OCI during the year		
Net (loss)/gain on actuarial gains and losses	(3.97)	0.33
Deferred tax charged to OCI	**(3.97)**	**0.33**

Reconciliation of tax expense and the accounting profit multiplied by applicable tax rate as notified under Income Tax Act, 1961 enacted in India for the period ended 31 March 2026 and 31 March 2025

	For the year ended 31st March 2026	For the year ended 31st March 2025
Accounting profit/(loss) before income tax expense	**962.45**	**358.45**
Tax Rate (%)	25.168	25.168
Tax ()	242.23	90.21
Tax effect of adjustments in calculating taxable income:	55.23	39.79
At the effective income tax rate of 25.168% (31 March 2025 : 25.168%)	**297.46**	**130.00**

Note 35.1 : Share Purchase Agreement between M/s TSA Process Equipments Private Limited and M/s Thermax Limited

The Parent Company i.e. Thermax Limited had entered into a share purchase agreement ("SPA") and a Shareholders Agreement ("SHA") on February 06, 2024 with TSA Process Equipments Private Limited and its shareholders to acquire 51% equity share of Target subject to conditions precedents to the share purchase agreement ("SPA"). Subsequent to the year end upon fulfilling of the condition's precedents the company has completed acquisition of 51% of the shares of Target on April 19, 2024. (i.e., the closing date) for a consideration of Rs. 71.14 crores. Further, the Parent company has a right to acquire remaining 49% of the shares over a period of two years i.e. FY 2025-26 (Audited Balance Sheet) from the closing date, subject to completion of certain conditions precedents mentioned in share purchase agreement ("SPA").

Note 35.2 : Capital and Other Commitments

(i) Estimated amount of Contracts remaining to be executed on capital account and not provided for (Net of advances) as on 31st March 2026 is 23.03 Lakh (31st March 2025 Rs 89.55)

Note 35.3 : Leases

a. Profit and Loss information

Depreciation charge on right-of-use assets:

Particulars	Current Year 2025-26	Previous Year 2024-25
Buildings	66.24	53.64
Total	**66.24**	**53.64**

Interest expense on lease liabilities

Particulars	Current Year 2025-26	Previous Year 2024-25
Buildings	12.17	13.73
Total	**12.17**	**13.73**

Notes to the financial statements for the year ended March 31, 2026

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

b. Maturity analysis of lease liabilities*

Particulars	Current Year 2025-26	Previous Year 2024-25
Less than 1 year	73.88	32.06
Between 1 year to 5 years	38.41	92.14
More than 5 years	-	-

*Excluding interest to be accrued and paid after reporting date

c. Total cash outflow for leases

Particulars	Current Year 2025-26	Previous Year 2024-25
Payment of lease liabilities (including advance payments)	77.32	65.34
Short term leases and low-value asset leases not included in the measurement of the liabilities	-	-
Total	**77.32**	**65.34**

d. Other information

Nature of leasing activity

The Company has leases for Factory and Office Buildings. Lease contracts provide for payments to increase each year at a specified rate. The Company has entered into binding lease agreements coming into effect from 1st May 2025 to 30th June 2027 for Office building and from 1st April, 2023 to 31st March 2028 Factory Land with a lock-in-period having condition of 6 months notice in case of Early Leave.

Extension and termination options

The use of extension and termination options gives the Company added flexibility in the event it has identified more suitable premises in terms of cost and/or location or determined that it is advantageous to remain in a location beyond the original lease term. An option is only exercised when consistent with the Company's strategy and the economic benefits of exercising the option exceeds the expected overall cost. Existing lease agreements provides the Company with an option to extend the lease term on mutually agreed terms and conditions.

Note 35.4 : Payment to Auditors (Net of Taxes)

Sr. No.	Particulars	Current Year 2025-26	Previous Year 2024-25
A.	Statutory Auditors		
	a. As Auditors		
	Audit & Assurance Fees	10.00	9.90
	Tax Audit Fees	1.50	0.75
	b. Certification fees & Other Services	-	-
	c. Reimbursement of expenses	-	-
	Total	**11.50**	**10.65**

Note 35.5 : Expenditure on CSR Activities

Sr. No.	Particulars	Current Year 2025-26	Previous Year 2024-25
a)	Gross amount required to be spent by the company during the year	-	19.97
b)	Actual Expenditure during the year	-	20.00
c)	Shortfall (if any) during the year	-	-
d)	Shortfalls during Previous Year	-	-
e)	Reason for Shortfall	-	-
f)	**Details of CSR Activities :**		
g)	Details of related party transactions in relation to CSR expenditure	-	-
g)	Details of related party transactions in relation to CSR expenditure		-

Note 35.6 : Disclosures pursuant to Employee benefits

A. Defined contribution plans:

Amount of ₹ 46.27 Lakhs (31 March 2025 : ₹ 38.48 Lakhs) is recognised as expenses and included in Note No. 30 "Employee Benefits Expense"

B. Defined benefit plans:

The Company has following post employment benefits which are in the nature of defined benefit plans:

(a) Gratuity

March 31, 2026 : Changes in defined benefit obligation and plan assets

	April 1, 2024	Gratuity cost charged to statement of profit and loss			Benefit paid	Remeasurement gains/(losses) in other comprehensive income					Contributions by employer	March 31, 2026
		Service cost	Net interest expense	Sub-total included in statement of profit and loss (Note 30)		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Sub-total included in OCI		
Gratuity												
Defined benefit obligation	106.70	41.53	7.94	49.47	(2.11)	-	-	(14.95)	(4.95)	(19.90)	(71.93)	62.23
Benefit liability	106.70	41.53	7.94	49.47	(2.11)	-	-	(14.95)	(4.95)	(19.90)	(71.93)	62.23
Total benefit liability	**106.70**	**41.53**	**7.94**	**49.47**	**-2.11**	**-**	**-**	**-14.95**	**-4.95**	**-19.90**	**(71.93)**	**62.23**

March 31, 2025 : Changes in defined benefit obligation and plan assets

	April 1, 2024	Gratuity cost charged to statement of profit and loss			Benefit paid	Remeasurement gains/(losses) in other comprehensive income					Contributions by employer	March 31, 2026
		Service cost	Net interest expense	Sub-total included in statement of profit and loss (Note 30)		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Sub-total included in OCI		
Gratuity												
Defined benefit obligation	79.00	20.69	5.69	26.38	-	-	-	3.79	(2.47)	1.32		106.70
Benefit liability	79.00	20.69	5.69	26.38	-	-	-	3.79	(2.47)	1.32	-	106.70
Total benefit liability	**79.00**	**20.69**	**5.69**	**26.38**	**-**	**-**	**-**	**3.79**	**-2.47**	**1.32**	**-**	**106.70**

The principal assumptions used in determining above defined benefit obligations for the Company's plans are shown below:

Particulars	March 31, 2026	March 31, 2025
Discount rate	7.80%	6.90 %
Future salary increase	7.00%	7.00 %
Normal retirement age	60 years	60 years
Mortality	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Withdrawal rate	1% - 5%	1% - 5%

A quantitative sensitivity analysis for significant assumption is as shown below:

Gratuity

Particulars	Sensitivity level	(increase) / decrease in defined benefit obligation	(increase) / decrease in defined benefit obligation
		March 31, 2026	March 31, 2025
Discount rate	1% increase	120.16	94.86
	1% decrease	150.93	121.02
Future salary increase	1% increase	147.57	118.38
	1% decrease	122.89	96.95
Withdrawal rate	1% increase	135.90	107.02
	1% decrease	132.21	106.37

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligations as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The followings are the expected future benefit payments for the defined benefit plan :

Particulars	March 31, 2026	March 31, 2025
Within the next 12 months (next annual reporting period)	7.75	6.71
Between 2 and 5 years	14.20	15.84
Beyond 5 years	149.11	111.06
Total expected payments	**171.06**	**133.61**

Weighted average duration of defined plan obligation (based on discounted cash flows)

Particulars	As at 31 March 2025	As at 31 March 2024
Gratuity	17.73	18.98

C. Risk Exposure

Gratuity is a defined benefit plan and Company is exposed to the following Risks:

Asset liability Mismatch Risk : Risk which arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the company is successfully able to neutralize valuation swings caused by interest rate movements. Hence companies are encouraged to adopt asset-liability management.

Future Salary Escalation and Inflation Risk : Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainities in estimating this increasing risk.

Discount Rate Risk : Variations in the discount rate used to compute the present value of the liabilities may seem small, but in practise can have a significant impact on the defined benefit liabilities.

Unfunded Plan Risk : This represents unmanaged risk and a growing liability. There is an inherent risk here that the company may default on paying the benefits in adverse circumstances. Funding the plan removes volatility in company's financials and also benefit risk through return on the funds made available for the plan.

Compensated absences/ leaves

Other long term employee benefits comprise of compensated absences/ leaves, which are recognised based on actuarial valuation. The actuarial liability for compensated absences as at the year ended 31st March 2026 is Rs. 54.76 Lakhs (previous year Rs 18.11 Lakhs).

Notes to the financial statements for the year ended March 31, 2026

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Note 35.7 : Disclosures pursuant to The Micro, Small and Medium Enterprises Development Act 2006

The Company has amounts due to suppliers under The Micro, Small and Medium Enterprises Development Act 2006 (MSMED Act) as at 31 Mar 2026. The disclosure pursuant to the said Act is as under:

Particulars	Current Year 2025-26	Previous Year 2024-25
Total outstanding to MSME suppliers (Excluding Interest & Advance)	376.62	299.25
Payment made to suppliers (other than interest) beyond the appointed day, during the year	2,358.16	667.14
Interest due and payable to suppliers under MSMED Act, 2006 for the payments already made	38.22	163.96
Interest due on principal amount remaining unpaid	0.82	0.42
Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED Act, 2006	192.02	164.38

Note 35.8 : Segment information

a. Based on the guiding principles in "Ind AS 108- Operating Segments", the Company's business activity falls within one operating segment and therefore no separate segment information is disclosed.

Information of geographical areas -

Sales revenue by geographical markets

Particulars	Current Year 2025-26	Previous Year 2024-25
Within India	14,854.18	9,931.75
Outside India	1,823.70	3,002.73
Sub - Total	**16,677.89**	**12,934.47**
Add : Export Incentive	21.13	30.79
Total	**16,699.02**	**12,965.26**

b. Non current assets by geographical segments*

Particulars	Current Year 2025-26	Previous Year 2024-25
Within India	1713.25	1537.68
Outside India		-
Total	**1,713.25**	**1,537.68**

*Non current assets includes all non-current assets other than financial instruments and deferred tax assets

Note 35.9 : Related parties

Related parties have been identified as defined under paragraph 9 of Indian Accounting Standard (Ind AS) 24, "Related Party Disclosures"

(A) Description of Related Parties

i) Name of the related party and nature of relationship where control exists:

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Holding Company	Thermax Limited
2	Entity controlled by Key Managerial Personnel & their relatives	Electrofine Enterprises
		MBS Engineering

ii) Key Management Personnel and their relatives:

Sr. No.	Name	Name of Relatives	Relationship
1	Apurva Amarnath Shah - Director	Amarnath Shah	Father
		Varsha Shah	Mother
		Sonal Shah	Wife
		Tvisha Shah	Daughter
2	Rajiv Upendra Parikh - Director	Upendra Parikh	Father
		Rohini Parikh	Mother
		Monali Parikh	Wife

(B) Transactions with Related Parties*

Sr. No.	Particulars	Current Year 2025-26	Previous Year 2024-25
1	**Sale of Goods / Services**		
	Associate		
	Thermax Limited	9.55	110.00
	Total	**9.55**	**110.00**
2	**Purchases**		
	Entity controlled by Key Managerial Personnel & their relatives		
	Electrofine Enterprises	66.61	67.87
	Thermax Limited	54.66	42.67
	Total	**121.27**	**110.54**
3	**Capital Tangible Assets Purchase**		
	Thermax Limited	26.73	20.66
	Total	**26.73**	**20.66**
4	**Capital Intangible Assets Purchase**		
	Thermax Limited		43.60
	Total		**43.60**
5	**Rent and AMC Expense**		
	Thermax Limited (West Region Office)	59.37	
	Total	**59.37**	**-**
6	**Debit note for Exhibition Charges**		
	Thermax Limited (WWS Div)	41.26	0
	Total	**41.26**	**-**
7	**Debit note for Managerial Support Services**		
	Thermax WWS Div	45.33	
	Total	**45.33**	
4	**Rent Paid**		
	Key Managerial Persons & their Related Parties		
	Rajiv Upendra Parikh	0.50	5.98
	Apurva Amarnath Shah	0.50	5.98
	Monali Parikh		1.20
	Total	**1.00**	**13.16**
5	**Director Remuneration**		
	Key Managerial Persons & their Related Parties		
	Rajiv Upendra Parikh	87.24	66.48
	Apurva Amarnath Shah	108.20	82.44
	Total	**195.44**	**148.92**

*All amounts above are exlcusive of applicable taxes

Notes to the financial statements for the year ended March 31, 2026

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Outstanding Balances

Sr. No.	Particulars	Current Year 2025-26	Previous Year 2024-25
1	**Accounts Payable**		
1(a)	**Entity controlled by Key Managerial Personnel of Entity Electrofine Enterprises**		
	Job Work Charges/Purchase	21.16	28.47
	MBS Engineering		0.09
	Thermax Ltd.	79.82	15.96
	Sub-Total	**100.98**	**44.52**
1(b)	**Capital Payable**		
	Entity controlled by Key Managerial Personnel of Entity		
	Thermax Ltd.	82.03	44.47
	Sub-Total	**82.03**	**44.47**
1(c)(ii)	**Rent Payable**		
	Rajiv Upendra Parikh		1.08
	Monali Parikh		-
	Apurva Shah		0.45
	Sub-Total		**1.53**
1(c)(iii)	**Director Remuneration**		
	Apurva Amarnath Shah	6.93	4.19
	Rajiv Upendra Parikh	4.60	3.94
	Sub-Total	**11.53**	**8.13**
	Total - Accounts Payable	**194.54**	**98.65**
1(c)(iii)	**Account Receivable**		
	MBS Engineers (Cr)	0.53	
	Sub-Total	**0.53**	
	Thermax Limited (Chemical Div) DR	0.10	
	Sub-Total	**0.10**	
	Thermax Limited (WWS Div)	30.43	
	Sub-Total	**30.43**	
	Total - Accounts Receivable	**31.06**	

Terms and conditions of transactions with related parties

Transactions entered into with related party are made in ordinary course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. This assessment is undertaken during each financial year through examining the financial position of the related party and the market in which the related party operates.

Commitments with related parties

As on 31 March 2026, the Company does not have any commitments towards its related parties (31 March 2025 : Nil)

Transactions with key management personnel

Sr. No.	Particulars	Current Year 2025-26	Previous Year 2024-25
1	Rent Paid	60.37	11.96
2	Director Remuneration	195.44	148.92
	Total compensation paid to key management personnel	**255.81**	**160.88**

Note 35.10 : Earnings Per Share (Basic and Diluted)

Particulars	Current Year 2025-26	Previous Year 2024-25
Profit for the year after tax (₹ in Lakhs)	664.99	228.45
Total number of equity shares at the end of the year (One Equity share of face value of ₹ 10/- each)	1,368,000	1,368,000
Weighted average number of equity shares for the purpose of computing Earnings Per Share	1,368,000	1,368,000
Basic Earnings Per Share (in ₹)	48.61	16.70
Diluted Earnings Per Share (in ₹)	48.61	16.70

Earnings per share are calculated in accordance with Indian Accounting Standard (Ind AS) 33, "Earnings Per Share".

Note 35.11 Revenue recognition

(a) Set out below is the disaggregation of the Company's revenue from contracts with its customers :

Particulars	Current Year 2025-26	Previous Year 2024-25
Domestic Business	14,854.18	9,931.75
Export Business	1,823.70	3,002.73
Total	**16,677.88**	**12,934.47**

(b) The Company generally recognizes revenue when the performance obligation is satisfied at a point in time when the control is transferred i.e. either on shipment or upon delivery. The payment is due from the date of sales and are generally on terms of 0 days to 120 days.

(c) The Company is in the business of design and manufacturing of water system & process equipment for optimal purity and manufacture them with high-quality materials for supply of high purity applications in Pharmaceutical, Biotech & Food Beverage Industries.

(d) The Company provides to its customers warranties in the forms of repairs or replacement under its standard terms for certain categories of products and recognizes a warranty provision as per Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets"

(e) As on 31st March, 2026, the Company does not have any unsatisfied performance obligation Nil (31 March 2025 : Nil).

(f) Reconciliation of the Company's revenue from contract price with revenue recognized in the statement of Profit and Loss is as follows:

Particulars	Current Year 2025-26	Previous Year 2024-25
Revenue as per Contract	16,677.88	12,934.47
Less : Discounts and Incentives		-
Total	**16,677.88**	**12,934.47**

Note 35.12 : Fair value disclosures for financial assets and financial liabilities

The management believes that the fair values of non-current financial assets (e.g., Loans and others), current financial assets (e.g., cash and cash equivalents, trade and other receivables, loans), non-current financial liabilities and current financial liabilities(e.g. Trade payables and other payables and others) approximate their carrying amounts.

Note 35.13 : Financial instruments risk management objectives and policies

The Company's principal financial liabilities comprise borrowings, trade and other payables and other financial liabilities. The main purpose of these financial liabilities is to finance and support the Company's

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

operations. The Company's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents and other financial assets that have been derived directly from its operations. The Company has not entered into any derivative transactions.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Board of Directors review financial risks and the appropriate risk governance framework for the Company's financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk, price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include borrowings, deposits, investments, trade and other receivables and trade and other payables.

The sensitivity analysis in the following sections relate to the position as at 31 March 2026. The analysis exclude the impact of movements in market variables on the carrying values of gratuity provisions.

The following assumption has been made in calculating the sensitivity analyses:

• The sensitivity of the relevant statement of profit and loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2026."

(i) Interest rate risk

a. Exposure

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 management believes that the fair values of non-current financial assets (e.g., Loans and others), current financial assets (e.g., cash and cash equivalents, trade and other receivables, loans), non-current financial liabilities and current financial liabilities(e.g. Trade payables and other payables and others) approximate their carrying amounts.

Particulars	Current Year 2025-26	Previous Year 2024-25
Long Term Floating Interest Loans	275.45	9.79
Short Term Floating Interest Loans	2,129.13	2,166.10

b. Interest Rate Sensitivity

Particulars	Change in Interest rate	Effect on profit before tax	Effect on pre-tax equity
March 31, 2026	**+50 bps**	**(12.02)**	**(12.02)**
	-50 bps	**12.02**	**12.02**
March 31, 2025	+50 bps	(10.88)	(10.88)
	-50 bps	10.88	10.88

The sensitivity is calculated only in respect of floating interest rate loan. It is calculated by changing the interest rates by 50 bps keeping all other factors constant.

ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company's exposure to the risk of changes in foreign exchange rates relates primarily to the company's operating activities (when revenue or expense is denominated in a foreign currency).

Amounts in Foreign Currencies

Nature of Exposure	Currency	Current Year 2025-26	Previous Year 2024-25
Receivable	USD	121,499,169.46	978,455.90
Receivable	USD	31,364,774.38	75,779.00

The Company does not have hedging for foreign currency transactions related to sales & purchases.

iii) Commodity price risk

The Company is affected by the price volatility of certain commodities. Its operating activities require the on-going purchase of stainless steel and other allied materials. However, Company being the indirect user of these commodities, volatility in price of such commodity does not have direct or immediate impact on the profitability of the company. Hence, the Company does not foresee any direct or immediate risk with respect to such commodity price fluctuation.

iv) Other price risk

The Company does not hold investments in equity shares or mutual fund as on the date of Balance Sheet and hence it is not exposed to any such risks.

b) Credit risk

Credit risk is the risk that counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

Trade receivables

Receivables are reviewed, managed and controlled for each class of customers separately. Credit exposure risk is mainly influenced by class / type of customers, depending upon their characteristics. Credit risk is managed through credit approval process by establishing credit limits along with continuous monitoring of credit worthiness of customers to whom credit terms are granted. Wherever required, credit risk of receivables is further covered through letter of credit, bank guarantee, business deposits and such other forms of credit assurance schemes.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are combined into homogenous category and assessed for impairment collectively. The calculation is based on historical data. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are spread over vast spectrum.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made as per the approved investment policy. Investment limits are set to minimize the concentration of risks and therefore mitigate financial loss if any.

c) Liquidity risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans. The Company has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

Excessive risk concentration

"Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry. In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly. Selective hedging is used within the Company to manage risk concentrations at both the relationship and industry levels."

(i) The table below summarizes the maturity profile of the Company's financial liabilities (Excluding interest to be accrued and paid after reporting dates) :

Particulars	On demand	Less than 3 months	3 months to 1 year	1 year to 5 years	More than 5 years	Total
Year ended 31 March 2026						
Interest bearing borrowings	2,129.13	20.00	60.00	195.45	-	2,404.58
Lease Liability	-	17.80	56.08	38.40	-	112.28
Other financial liabilities	-	317.94	124.10	-	-	442.04
Trade payables	2,258.74	391.79	58.67	6.23	-	2,715.43
Total	**4,387.87**	**747.53**	**298.85**	**240.08**	**-**	**5,674.33**
Year ended 31 March 2025						
Interest bearing borrowings	2,166.10	-	3.50	6.29	-	2,175.89
Lease Liability	-	8.01	24.04	92.14	-	124.20
Other financial liabilities	-	99.94	20.82	-	-	120.76
Trade payables	887.41	1,297.86	-	-	-	2,185.27
Total	**3,053.51**	**1,405.81**	**48.36**	**98.43**	**-**	**4,606.12**

(ii) Net debt reconciliation

This section sets out an analysis of net debt and the movements in net debt for the year ended 31 March 2026.

Particulars	Current Year 2025-26	Previous Year 2024-25
Cash and cash equivalents	3.77	39.66
Current borrowings	(2,129.13)	(2,169.60)
Non-current borrowings	(275.45)	-
Net debt	**(2,400.81)**	**(2,129.94)**

Particulars	Cash and cash equivalents	Current borrowings	Non-current borrowings	Total
Net debt as on 1 April 2024	**84.33**	**(1,477.18)**	**(392.89)**	**(1,785.73)**
Cash flows	(44.67)	(692.43)	392.89	(344.21)
Net debt as on 31 March 2025	**39.66**	**(2,169.60)**	**-**	**(2,129.94)**
Cash flows	35.89	(40.47)	275.45	270.87
Net debt as on 31 March 2026	**3.77**	**(2,129.13)**	**(275.45)**	**(2,400.81)**

Note : Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

Note 35.14 : Utilization of Borrowed funds and share premium :

a) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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.

Notes to the financial statements for the year ended March 31, 2026

((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

Note 35.15 : Disclosure of Ratios :

Ratios	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% of variance	Reason for Variance
Current Ratio	Current Assets	Current Liability	1.49	1.38	8%	N.A
Debt-Equity Ratio	Total Debt	Shareholder's Equity	0.53	0.57	-6%	N.A
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	(3.58)	(0.75)	376%	Debt service coverage ratio has improved from 0.75 to 3.58 in Current year due to increase the PBT in FY26
Return on Equity Ratio	Net profits after taxes - Preference Dividend (if any)	Average Shareholder's Equity	16%	6%	167%	Return on equity has improved from 7% to 16% due to increase in PAT
Inventory turnover ratio	Cost of Goods sold	Average Inventory	3.25	2.73	19%	N.A
Trade Receivables turnover ratio	Net Credit Sales	Average Trade Receivables	3.04	2.64	15%	N.A
Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	4.48	4.53	-1%	N.A
Net capital turnover ratio	Net Sales	Working Capital	5.38	5.09	6%	N.A
Net Profit Ratio	Net Profit	Total Sales	4%	2%	126%	Profit has improved to Rs 6.64 crs vs Rs 2.28 crs in LY and increase in sales (Rs 166 crs from Rs 130 crs LY i.e by Rs 36 crs (28%)
Return on Capital employed	Earning before Interest & Tax (PBIT)	Capital Employed	17%	10%	77%	EBITDA for Current year has improved to Rs 11.98 crs vs Rs 5.88 crs in LY hence ROCE has increase by 77%

Note 35.16 : Details of Benami Properties :

The Company does not hold any Benami properties. No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibitions) Act, 1988 and the rules made thereunder.

Note 35.17 : Details of struck off companies :

Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956

Note 35.18 : Compliance with number of layers of Companies :

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017

Note 35.19 : Compliance with approved scheme of Arrangements :

The Company does not have any Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013

Note 35.20 : Undisclosed income :

There are no transactions that has been not recorded in the books of accounts and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961

Note 35.21 : Details of Crypto Currency or Virtual currency :

There are no transactions that has been not recorded in the books of accounts and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961

NOTE 36 : CORPORATE INFORMATION AND MATERIAL ACCOUNTING POLICIES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Corporate information

TSA Process Equipment Private Limited ('the Company'), is in the business of design and manufacturing of water system & process equipment for optimal purity and manufacture them with high-quality materials for supply of high purity applications in Pharmaceutical, Biotech & Food Beverage Industries.

Its business portfolio includes

1. Offering upstream and downstream suites of Process Vessels, CIP/ SIP Systems, microbial fermenters, animal cell culture bioreactors, interconnecting piping and utilities and bio kill systems.

2. High Purity range includes clean utility systems for purified water, WFI (Water for injection) and pure steam generation and distribution systems.

3. Providing innovative and sustainable process solutions for Pharma and bio pharma industries. Important features being

   a. cGMP and Country specific FDA compliant

   b. As per US FDA guidelines

   c. Designed with a QRM/ QRS approach as per ASME / BPE / PED guidelines.

The Company is a Private Limited company incorporated under the provisions of the Companies Act, 2013 (the 'Act') and domiciled in India. The CIN of the Company is U74999MH2004PTC149217. Dhanraj Mahal, A-Wing, 2nd Floor, Chhatrapati Shivaji Maharaj Marg, Near Regal Cinema, Colaba, Mumbai – 400001, India.

2. Material accounting policies

2.1. Basis of preparation and measurement

(a) Basis of preparation

These standalone financial statements have been prepared in accordance with the 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, (Act) as applicable to the standalone financial statements.

The preparation of the standalone financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the standalone financial statements are disclosed in note 34(3).

The accounting policies adopted for preparation and presentation of these standalone financial statements have been consistently applied for financial years beginning on or after April 1, 2023

(b) Basis of measurement

The standalone financial statements have been prepared on the accrual and going concern basis under historical cost convention except the following:

- Derivative financial instruments;
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments); and
- Defined benefit plans whereby the plan assets are measured at fair value

2.2 Summary of Material accounting policies

New and amended standards

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after April 01, 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

The Ministry of Corporate Affairs vide notification dated May 07, 2025 and August 13, 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after April 01, 2025:

(a) Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period,

  or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

The Company has identified twelve months as its operating cycle.

b. Foreign currencies

The Company's standalone financial statements are prepared in INR, which is also the functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in the Statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

c. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability, or
- in the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Notes to the financial statements for the year ended March 31, 2026
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- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Fair value measurement of unquoted financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of assumption is required in establishing fair values. Assumptions include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer note 35 for further disclosures.

(d) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Financial assets are classified, at initial recognition and subsequently measured at amortized cost, fair value through other comprehensive income (OCI), and fair value through profit or loss. For all subsequent measurements financial assets are classified in following categories by the Company:

(i) Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

(ii) Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI is classified as FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of profit and loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are provided in the following notes:

- Trade receivables - Refer note 8;

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost.

All changes in fair value of financial liabilities classified as FVTPL is recognized in the Statement of profit and loss. Amortized cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortized cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on EIR. The EIR amortization is included as finance cost in the Statement of profit and loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(e) Derivative financial instruments and hedge accounting

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps, to hedge its foreign currency risks and interest rate risks respectively. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is

positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to the Statement of profit and loss, except for the effective portion of cash flow hedges, which is recognized in OCI and later reclassified to profit or loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

For the purpose of hedge accounting, hedges are classified as "Cash flow hedges" when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognized asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognized firm commitment.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging / economic relationship, the hedged item or transaction, the nature of the risk being hedged and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated Hedges that meet the strict criteria for hedge accounting are accounted for, as cash flow hedge.

Cash flow hedges

The effective portion of the gain or loss on the hedging instrument is recognized in OCI in the cash flow hedge reserve, while any ineffective portion is recognized immediately in the Statement of profit and loss. The Company uses forward currency contracts as hedges of its exposure to foreign currency risk in forecast transactions and firm commitments. The ineffective portion relating to foreign currency contracts is recognized in statement of profit and loss.

Amounts recognized in OCI are transferred to the Statement of profit and loss when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognized or when a forecast sale occurs. When the hedged item is the cost of a non-financial asset or non-financial liability, the amounts recognized in OCI are transferred to the initial carrying amount of the non-financial asset or liability. If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognized in OCI remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met.

The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in note 38.

3. Significant accounting judgments, estimates and assumptions

In the application of the Company's accounting policies, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the standalone financial statements.

The areas involving significant estimates or judgements are:

a. Estimations used for fair value measurement (Refer note 2.2.c);

b. Estimations used for impairment of financial assets and liabilities (Refer note 2.2.d);

c. Estimates and assumptions for income taxes (Refer note 3.2);

d. Estimates and assumptions related to provisions (Refer note 3.2);

e. Estimates, judgments and assumptions used for revenue from operations (Refer note 3.1(i));

f. Judgements related to segment reporting (Refer note 3.1(ii)).

3.1 Judgements

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the standalone financial statements:

i) Revenue recognition on construction contracts

Company's revenue is recognized on the completion of the project rather than on percentage completion. This requires management to make judgement with respect to recognition of revenue at point in time, depending upon when the customer consumes the benefit, when the control is passed to customer and whether the company has right to payment for performance completed till date, either contractually or legally.

ii) Segment reporting

Ind AS 108 'Operating Segments' requires Management to determine the reportable segments for the purpose of disclosure in standalone financial statements based on the internal reporting reviewed by Chief Operating Decision Maker (CODM) to assess performance and allocate resources. The standard also requires Management to make judgments with respect to aggregation of certain operating segments into one or more reportable segment.

Operating segments used to present segment information are identified based on the internal reports used and reviewed by the Chief Executive Officer to assess performance and allocate resources. The Company is operating in a single business segment, viz Industrial Product.

3.2 Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the standalone financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

i. Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

the budget for the next five years as approved by the Management and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the terminal growth rate used.

ii. Defined benefit plans

The cost of the defined benefit plans and other post-employment benefits and the present value of the obligation are determined using actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future post-retirement medical benefit increase. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The most sensitive parameter is the discount rate. In determining the appropriate discount rate, management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation and extrapolated as needed along the yield curve to correspond with the expected term of the defined benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at intervals in response to demographic changes. Future salary increases are mainly based on expected future inflation rates for the country

Further details about defined benefit obligations are provided in Note 36.5.6

iii. Warranty provision

The Company generally offers warranty for its various products. Warranty costs are provided based on a technical estimate of the costs required to be incurred for repairs, replacements, material costs, servicing cost and past experience in respect of warranty costs. Management estimates the related provision for future warranty claims based on historical warranty claim information, as well as recent trends that might suggest that past cost information may differ from future claims. The assumptions made in current period are consistent with those in the prior year. Warranty provisions are discounted using a pre-tax discount rate which reflects current market assessments of time value of money and risks specific to the liability considering the materiality of the amounts involved.

iv. Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss and credit risk exposure on the financial assets that are debt instruments measured at amortized costs e.g. loans, deposits, trade receivables, lease receivables, contractual receivables and bank balances. The Company follows 'simplified approach' for recognition of impairment allowance.

ECL impairment allowance (or reversal) recognized during the period is recognized as income/expense in the Statement of profit and loss under the head 'other expenses'. ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

v. Deferred taxes

Deferred tax assets are recognized for all deductible temporary differences including the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

NOTE 37: OTHER ACCOUNTING POLICIES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(a) Property, Plant and Equipment

The company has adopted Ind AS from transition date 1st April 2022. Accordingly the company has elected to continue with the carrying value of all of its Property, plant and equipment measured as per the Indian GAAP as at 31 March 2022 and use those values as deemed cost.

Property, plant and equipment (PPE) and capital work in progress are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All significant costs relating to the acquisition and installation of PPE are capitalized. Subsequent costs/replacement costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the Statement of profit and loss during the financial year in which they are incurred.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Depreciation on PPE is calculated on a straight line basis using the rates arrived at, based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The following useful lives are adopted by the management:

Asset category	Useful life as prescribed under Schedule II (years)
Factory Buildings	30
Plant and Equipment	15
Office equipment	5
Furniture and fixtures	10
Computers and data processing units	3
Vehicles	8

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis

(b) Intangible assets

Intangible assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of the asset can be measured reliably.

Intangible assets are recorded at the consideration paid for its acquisition. In case of internally generated intangible assets, expenditure incurred in development phase, where it is reasonably certain that the outcome of development will be commercially exploited to yield future economic benefits to the company, is considered as an intangible asset. Such developmental expenditure is capitalized at cost including a share of allocable expenses.

The useful lives of intangible assets are assessed as either finite or indefinite

Intangible assets with finite useful lives are amortized by using written

down value method over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Amortization of Intangible assets is included in the depreciation and amortization in the statement of Profit and Loss.

The amortization period and amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with indefinite useful lives, if any are not amortized, but are tested for impairment annually, either individually or at the cash generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

(c) Non-current assets held for sale and Discontinuing Operation

A. Non-current assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. This condition is regarded as met only when the sale is highly probable and the asset or disposal group is available for immediate use in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

B. Discontinuing Operation

Discontinuing operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit and loss account.

Assets and liabilities classified as held for distribution are presented separately from others assets and liabilities in the balance sheet.

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

(a) Represents a separate major line of business or geographical area of operations,

(b) Is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations Or

(c) Is a subsidiary acquired exclusively with a view to resale

An entity does not depreciate (or amortize) a non-current asset while it is classified as held for sale or while it is part of a disposal group classified as held for sale.

(d) Inventories

Raw materials, components, stores and spares are valued at lower of cost and estimated net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a weighted average basis.

Finished goods and work in progress are valued at lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads. Cost is determined on a weighted average basis.

Traded goods are valued at lower of cost and net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Write down of inventories are calculated based on an analysis of foreseeable changes in demand, technology, market conditions and ageing of inventories.

(e) Revenue recognition

i. Revenue from contracts with customers

The company recognizes revenue, when or as control over distinct goods or services is transferred to the customer; i.e. when the customer is able to direct the use of the transferred goods or services and obtains substantially all of the remaining benefits, provided a contract with enforceable rights and obligations exists and amongst others collectability of consideration is probable.

Revenue is the transaction price the company expects to be entitled to. Variable consideration is included in the transaction price if it is highly probable that a significant reversal of revenue will not occur once associated uncertainties are resolved.

The amount of variable consideration is calculated by either using the expected value or the most likely amount depending on which is expected to better predict the amount of variable consideration.

Consideration is adjusted for the time value of money if the period between the transfer of goods or services and the receipt of payment exceeds twelve months and there is a significant financing benefit either to the customer or the company. If a contract contains more than one distinct good or service, the transaction price is allocated to each performance obligation based on relative stand-alone selling prices.

If stand-alone selling prices are not observable, the company reasonably estimates those. Revenue is recognized for each performance obligation either at a point in time or over time.

Performance obligations are identified based on individual terms of contract. If a contract contains more than one distinct good or service, the transaction price is allocated to each performance obligation based on relative stand-alone selling prices. If stand-alone selling prices are not observable, the company reasonably estimates them. Revenue is recognized for each performance obligation either at a point in time or over time.

ii. Interest income

Interest Income from a Financial Asset is recognized using effective interest rate method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in other income in the statement of profit and loss.

iii. Dividend

Revenue is recognized when the Company's right to receive the payment is established, which is when shareholders approve the dividend.

iv. Rental income

Rental income from operating leases (net of any incentives given to the lessee) is recognized on a straight-line basis over the lease term.

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

(f) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(g) Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short term, highly liquid investments that are readily convertible into known amounts of cash which are subject to an insignificant risk of changes in value. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

(h) Government Grants

Grants and subsidies from the government are recognized if the following conditions are satisfied,

There is reasonable assurance that the company will comply with the conditions attached to it

Such benefits are earned and reasonable certainty exists of the collection.

Export Incentives

Export incentives under various schemes notified by government are accounted for in the year of exports as grant related to income and is recognized as other operating income in the statement of profit and loss if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are fulfilled.

(i) Income tax

Current income tax

Current 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.

Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax liabilities are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

Deferred tax assets are recognized for all deductible temporary differences including, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside the statement of profit and loss is recognized outside the profit or loss. Deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

(j) Borrowing costs

Borrowing Costs net of any investment income from temporary investment of related borrowings that are directly attributable to the acquisition, construction or production of qualifying assets are capitalized till the month in which the asset is ready to use, as part of the cost of that asset. Other borrowing costs are recognized as expenses in the period in which these are incurred.

(k) Leases

Lease is a contract that provides to the customer (lessee) the right to use an asset for a period of time in exchange for consideration.

a) Company as a Lessee

A lessee is required to recognize assets and liabilities for all leases and to recognize depreciation of leased assets separately from interest on lease liabilities in the statement of Profit and Loss. The Company uses the practical expedient to apply the requirements of this standard to a portfolio of leases with similar characteristics if the effects on the financial statements of applying to the portfolio does not differ materially from applying the requirement to the individual leases within that portfolio.

However, when the lessee and the lessor each have the right to terminate the lease without permission from the other party with no more than an insignificant penalty the Company considers that lease to be no longer enforceable. Also according to Ind AS 116, for leases with a lease term of 12 months or less (short-term leases) and for leases for which the underlying asset is of low value, the lessee is not required to recognize right of-use asset and a lease liability. The Company applies both recognition exemptions. The lease payments associated with those leases are generally recognized as an expense on a straight-line basis over the lease term or another systematic basis if appropriate.

Right-to-use Asset

Right-of-use assets, which are included under property, plant and equipment, are measured at cost less any accumulated depreciation and, if necessary, any accumulated impairment. The cost of a right-of-use asset comprises the present value of the outstanding lease payments plus any lease payments made at or before the commencement date less any lease incentives received, any initial direct costs and an estimate of costs to be incurred in dismantling or removing the underlying asset. In this context, the Company also applies the practical expedient that the payments for non-lease components are generally recognized as lease payments. If the lease transfers ownership of the underlying asset to the lessee at the end of the lease term or if the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, the right-of-use asset is depreciated to the end of the useful life of the underlying asset. Otherwise, the right-of-use asset is depreciated to the end of the lease term.

Lease Liability

Lease liabilities, which are assigned to financing liabilities, are measured initially at the present value of the lease payments. Subsequent measurement of a lease liability includes the increase of the carrying amount to reflect interest on the lease liability and reducing the carrying amount to reflect the lease payments made.

Lease Modification

For a lease modification that is not accounted for as a separate lease, the company accounts for the re-measurement of the lease liability by making a corresponding adjustment to the right-of-use asset

b) Company as a Lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Where the Company is a lessor under an operating lease, the asset is capitalized within property, plant and equipment and depreciated over its useful economic life. Payments received under operating leases are recognized in the Statement of profit and Loss on a straight-line basis over the term of the lease

(l) Impairment of non-financial assets

The company assesses at each balance sheet date whether there is any indication due to internal or external factors that an asset or a group of assets comprising a Cash Generating Unit (CGU) may be impaired. If any such indication exists, the company estimates the recoverable amount of the assets. If such recoverable amount of the assets or the recoverable amount of the CGU to which the asset belongs is less than the carrying amount of the assets or the CGU as the case may be, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognized in the profit and loss account. If at any subsequent balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at recoverable amount subject to a maximum of depreciated historical cost and is accordingly reversed in the profit and loss account.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. 'An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized or relates to a change in the estimate of the recoverable amount in the previous periods.

(m) Provisions and Contingencies

Necessary provisions are made for the present obligations that arise out of past events entailing future outflow of economic resources. Such provisions reflect best estimates based on available information.

However a disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

(n) Employee benefits

a) Short Term Employee Benefits

The distinction between short term and long term employee benefits is based on expected timing of settlement rather than the employee's entitlement benefits. All employee benefits payable within twelve months of rendering the service are classified as short term benefits. Such benefits include salaries, wages, bonus, short term compensated absences, awards, ex-gratia, performance pay etc. and are recognized in the period in which the employee renders the related service.

b) Post-Employment Benefits

(i) Defined contribution plan

The company makes payment to state government provident fund scheme and employee state insurance scheme which are defined contribution plans. The contribution paid/payable under the schemes is recognized in the statement of profit and loss during the period in which the employee renders the related service. The company has no further obligations under these schemes beyond its periodic contributions.

(ii) Defined benefit plan

The employee's gratuity fund scheme is Company's defined benefit plans. The present value of the obligation under such defined benefit plans is determined based on the actuarial valuation using the Projected Unit Credit Method as at the date of the Balance sheet. In case of funded plans, the fair value of plan asset is reduced from the gross obligation under the defined benefit plans, to recognize the obligation on a net basis

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to the profit or loss in subsequent periods

Past service costs are recognized in the statement of profit and loss on the earlier of:

- The date of the plan amendment or curtailment, and

Notes to the financial statements for the year ended March 31, 2026
((All amounts in Rupees Lakh, except per share data and unless stated otherwise.)

- The date that the company recognizes related restructuring costs

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:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

(iii) Other than the Defined contribution plan and Defined benefit plan disclosed above, the company does not offer any other Long term employment benefits or Termination benefits to its employees.

(o) Segment Reporting

a) Identification of Segments

The entire operation is governed by the same set of risk and returns and hence considered as representing a single primary segment and not analyzed separately. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

(p) Earnings Per Share (EPS)

Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares

(q) Dividends

The company recognizes a liability to make cash distributions to the equity holders of the company when the distribution is authorized and the distribution is no longer at the discretion of the company. As per the provisions of Companies Act, 2013, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

Non-cash distributions, if any, are measured at the fair value of the assets to be distributed with fair value re-measurement recognized directly in equity

Upon distribution of non-cash assets, any difference between the carrying amount of the liability and the carrying amount of the assets distributed is recognized in the statement of profit and loss.

(r) Compliance with section 143(3) for maintenance of books of account

The Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis. The Company has a process to take daily back-up of books of account maintained in electronic mode and along with the logs of the back-up of such books of account. The Company has complied with the provision of section 143(3) of the act for maintenance of books of account.

The Company has used accounting software for maintaining its books of account 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 Inventory and related consumption which are accounted manually. Further no instance of audit trail feature being tampered with was noted in respect of other software. Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

As per our report of even date attached

For B K Khare & Co
Chartered Accountants
Firm Registration No. : 105102W

Amit Mahadik
Partner
Membership No. : 125657
UDIN:

Place: Pune
Date:

For and on behalf of the Board of Directors of
TSA Process Equipments Private Limited
CIN: U74999MH2004PTC149217

Apurva Shah
Director
DIN : 00150125

Rajiv Parikh
Director
DIN : 01187686

Alpesh Shah
Chief Financial Officer

Vishal Mehra
Director
DIN : 10584624

Place: Pune
Date:

THERMAX VEBRO POLYMERS INDIA PRIVATE LIMITED

Board of Directors
Mr. Dinesh Mandhana
Mr. Swapnil Dhumane
Mr. Mark Verinder
Mr. Mark Greaves
(w.e.f. November 7, 2025)
Mr. Deepak Parikh
(w.e.f. November 7, 2025)
Mr. Sandip Mukherjee
(w.e.f. November 7, 2025)
Mr. Kalkivayi Seshagiri Ravi Kumar
(w.e.f. November 7, 2025)
Mr. Sandeep Deshpande
(Till November 7, 2025)
Mr. Craig Brookes
(Till November 7, 2025)

Registered Office
S No. 14/D, F P No. 32/33,
Wakdewadi Mumbai-Pune Road,
Khadki, Pune, Pune City,
Maharashtra, India, 411003

Corporate Office
Thermax House, 14
Mumbai-Pune Road,
Wakdewadi, Pune -411003

Key Managerial Personnel
Mr. Ravi Varanasi
(CEO till June 30, 2025)
Mr. Srinivasan Venkataraman
(CEO w.e.f. July 23, 2025)
Mr. Arvind Tiwari – CFO
Mr. Anamitra Basu
(CS w.e.f., July 7, 2025)

Auditors
Price Waterhouse
Chartered Accountants, LLP
7th Floor, Tower A-Wing 1, Business Bay,
Yerwada, Pune – 411006, India

Bankers
ICICI Bank Limited
CitiBank NA

DIRECTORS' REPORT

Dear Shareholders,

The Directors present their Second Annual Report of the Company for the year ended March 31, 2026.

FINANCIAL RESULTS

Particulars	As on March 31, 2026	As on March 31, 2025
Total income	**971.38**	**176.67**
Profit/(Loss) before depreciation, Amortisation and interest	**(328.26)**	**(359.89)**
Depreciation and Amortisation	**221.17**	**112.56**
Interest	**4.46**	**3.47**
Profit/(Loss) before tax	**(553.90)**	**(475.92)**
Provision for taxation (incl. deferred tax)	**-**	**-**
Profit/(Loss) after tax	**(553.90)**	**(475.92)**

STATE OF COMPANY'S AFFAIRS

The Company is a subsidiary of Thermax Chemical Solutions Private Limited.

During the Financial Year 2025-26, the Company's total income was Rs. 966.51 lakhs, (in the previous year the Company earned income of Rs. 169.89 Lakhs). Loss before tax is Rs. 553.91 lakh (previous year loss Rs. 475.92 lakhs).

OPERATIONS

The Company is engaged in manufacturing, marketing, trading and selling of flooring chemical products in India as well as other neighbouring countries such as Nepal, Bhutan, Afghanistan, Maldives, Indonesia and other SAARC countries. With a robust market reach and technology, the Company has access to wide range of high-quality products for the customers.

MATERIAL CHANGES AFFECTNG FINANCIAL POSITION OF THE COMPANY

No material changes and commitments occurred after the close of the year till the date of this report, which affect the financial position of the Company.

CHANGE IN NATURE OF BUSINESS

There is no change in nature of business during the year under review.

HEALTH & SAFETY

The Company is committed to follow highest Safety and Health standards.

DIVIDEND

In view of losses incurred, the directors do not recommend any dividend on equity shares for the year.

AMOUNT PROPOSED TO BE CARRIED TO RESERVES

The Company does not propose to transfer any amount to general reserve.

SHARE CAPITAL

The authorized share capital of the Company as at March 31, 2026 was Rs. 20,00,00,000 divided into 2,000 lakhs equity shares of Rs. 10 each. The paid-up share capital as at March 31, 2026 was Rs. 16,18,23,000 divided into 1,618.23 lakhs equity shares of Rs. 10 each. There were no changes in the authorized and paid-up share capital during the year.

During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

PUBLIC DEPOSITS

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. Consequently, it has no unpaid / unclaimed deposit(s) as on March 31, 2026.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year Company has not given loans, guarantees and investments covered under the provisions of Section 186 and Section 134(3) (g) of Companies Act 2013.

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan to persons in the employment of the Company including its Directors or Key Managerial Personnel, in order to purchase or subscribe shares of the Company.

ANNUAL RETURN

The Company does not have a website and hence in terms of provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 are not applicable.

DETAILS OF SUBSIDIARY / ASSOCIATE / JOINT VENTURE COMPANY

Your Company does not have any Subsidiary / Associate / Joint Venture company and there was no change in the position during the financial year 2025-26.

BUSINESS RISK MANAGEMENT & STATEMENT ON DEVELOPMENT AND IMPLEMENTING RISK MANAGEMENT POLICY INCLUDING THE IDENTIFICATION OF RISK BY THE BOARD AND STRATEGY TO MITIGATE THE RISK

The Company has identified and classified its key risks pertaining to the core business and has a broad framework in place for effective risk identification, review and mitigation. The Company will continue to actively monitor and strengthen its risk management framework. The Company has implemented Legatrix software to track & ensure timely statutory compliances.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has adequate internal financial controls and those are operating effectively. Internal Audit is not applicable for the company as per section 138 of the Companies Act, 2013 and Rule 13 of the Companies (Accounts) Rules, 2014.

CORPORATE SOCIAL RESPONSIBILITY

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as on March 31, 2026. Hence, the Corporate Social Responsibility provisions are not attracted.

DIRECTORS

The Board of Director of the Company comprises of 7 Directors viz., 5 Non-Executive Directors and 2 Independent Directors as on March 31, 2026. In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Mark Verinder (DIN: 10345209), retires by rotation and being eligible, offers himself for re-appointment.

Following are the changes in Board composition during FY 2025-26

Sr. No.	Name of Director	Appointment/ Resignation	Directorship/ Category	Effective date	Whether the change has been approved by members
1.	Mr. Sandeep Deshpande	Resignation	Non-Executive Director	November 7, 2025	Not required
2.	Mr. Craig Brookes	Resignation	Non-Executive Director	November 7, 2025	Not required
3.	Dr. Deepak Parikh	Appointment	Additional Non-Executive Director	November 7, 2025	To be approved in the AGM to be held in FY 2026-27.
4.	Mr. Mark Greaves	Appointment	Additional Non-Executive Director	November 7, 2025	To be approved in the AGM to be held in FY 2026-27.
5.	Mr. Sandip Mukherjee	Appointment	Additional Independent Non-Executive Director	November 7, 2025	To be approved in the AGM to be held in FY 2026-27.
6.	Mr. Kalkivayi Seshagiri Ravi Kumar	Appointment	Additional Independent Non-Executive Director	November 7, 2025	To be approved in the AGM to be held in FY 2026-27.

The Board noted and accepted the two separations, thanked Mr. Deshpande and Mr. Brookes for their contribution to the Company and wished them the best for their future endeavours.

DECLARATION OF INDEPENDENCE

The Board confirms that all Independent Directors of your Company have given a declaration to the Board that they meet the criteria of independence as prescribed under Section 149(6) of the Act along with the Rules framed thereunder.

Further, they have included their names in the databank of Independent Directors maintained with 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.

INDEPENDENT DIRECTORS MEETING

During the Financial Year 2025-26, a separate meeting, exclusively of the Independent Directors was held on February 13, 2026.

PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND DIRECTORS

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance including its Independent Directors and Committees.

CHANGE IN KEY MANAGERIAL PERSONNEL (KMP)

During the period under review, Mr. Ravi Varanasi the Chief Executive Officer and Key Managerial Personnel (CEO & KMP) tendered his resignation as w.e.f., June 30, 2025. Thereafter, Mr. Srinivasan. V was appointed as the Chief Executive Officer and Key Managerial Personnel (CEO & KMP) of your Company at their Meeting held on July 23, 2025.

In terms of Section 203 of the Companies Act, 2013, the Company was required to appoint Company Secretary within a period of six months from the date of increase in share capital. In compliance of the same, the Company has appointed Mr. Anamitra Basu (ACS: A66786) as the Company Secretary and Key Managerial Personnel (CS and KMP) of the Company.

BOARD MEETINGS

During the year, the Board met five times and the intervening gap between the meetings was within the period prescribed under the Companies Act, 2013. Attendance details of the Board are as follows:

Name	Board Meetings				
	April 22, 2025	July 23, 2025	September 19, 2025	November 7, 2025	January 23, 2026
Mr. Dinesh Mandhana	P	P	P	P	P
Mr. Swapnil Dhumane	P	P	P	P	P
Mr. Sandeep Deshpande#	A	A	P	P	NA
Mr. Mark Verinder	P	P	P	P	P
Mr. Craig Edward Brookes#	P	P	P	A	NA
Mr. Mark Greaves*	NA	NA	NA	P	P
Dr. Deepak Parikh*	NA	NA	NA	P	P
Mr. Sandip Mukherjee @	NA	NA	NA	P	P
Mr. Kalkivayi Seshagiri Ravi Kumar @	NA	NA	NA	P	P

P – Present, A – Absent, NA – Not Applicable

Mr. Sandeep Deshpande and Mr. Craig Edward Brookes resigned as Non-Executive Directors w.e.f. November 7, 2025

**Mr. Mark Greaves and Dr. Deepak Parikh were appointed as Additional Non-Executive Directors w.e.f., November 7, 2025*

@Mr. Sandip Mukherjee and Mr. Kalkivayi Seshagiri Ravi Kumar were appointed as Additional Independent Director w.e.f. November 7, 2025

COMMITTEES OF THE BOARD

Pursuant to issuance and allotment of shares to Vebro Polymers Holdings Ltd in FY 2024-25 the paid-up capital of the Company had crossed Rs. 10 crores attracting the requirement under Section 177 and 178 of the Companies Act, 2013 read with Rule 4 of Companies (Appointment and Qualifications of Director) Rules, 2014. Abiding to the abovementioned sections, the Company has constituted Audit Committee and Nomination and Remuneration Committee on November 7, 2025. The details of committee composition, meetings held, etc is mentioned in this Report.

AUDIT COMMITTEE

The Committee was constituted on November 7, 2025 and held its 1st Committee Meeting for FY 2025-26 on January 23, 2026. The Committee

comprises of 2 Independent Directors viz Mr. Sandip Mukherjee as the Chairman, Mr. Kalkivayi Seshagiri Ravi Kumar and Mr. Swapnil Dhumane as the members of the Committee. The Committee met once during the period under review. Details of meetings attended by members are as follows:

Name	Audit Committee Meeting
	January 23, 2026
Mr. Sandip Mukherjee	P
Mr. Kalkivayi Seshagiri Ravi Kumar	P
Mr. Swapnil Dhumane	P

NOMINATION AND REMUNERATION COMMITTEE

The Committee comprises the Non-Executive Directors viz Mr. Sandip Mukherjee as the Chairman and Mr. Kalkivayi Seshagiri Ravi Kumar, Dinesh Mandhana & Mr. Mark Verinder as members of the Committee. The Committee met one time during the period under review, i.e., on January 20, 2026 where three members were present.

Name	Nomination and Remuneration Committee Meeting
	January 20, 2026
Mr. Sandip Mukherjee	P
Mr. Kalkivayi Seshagiri Ravi Kumar	P
Mr. Dinesh Mandhana	A
Mr. Mark Verinder	P

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3) (c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The Directors have 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 2025-26 and of the profit and loss of the company for that period;

(c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The Directors have prepared the annual accounts on a going concern basis;

(e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively; and

(f) The Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively.

SECRETARIAL STANDARDS

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

STATUTORY AUDITORS

The Members of the Company at the 1st Annual General Meeting held on July 23, 2025, appointed Price Waterhouse Chartered Accountants, LLP (Firm Registration No.: 012754N/N500016) as the Statutory Auditor of the Company to hold such office for a period of 5 years i.e., upto the conclusion of 6th Annual General Meeting to be held in the calendar year 2030.

The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

SECRETARIAL AUDITORS

Secretarial Audit is not applicable to the Company as on March 31, 2026.

COST AUDITORS

Cost Audit is not applicable to the Company as on March 31, 2026.

COST RECORDS APPLICABILITY

The provisions relating to maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 were not applicable on the Company during the financial year.

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE COMPANIES ACT, 2013

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Audit Committee for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 2 in Form No. AOC-2 and the same forms part of this report.

CONSERVATION OF ENERGY

The Company is committed to conservation of energy and contributes in activities taken by the Parent Company.

Sr. No.	Particulars	Details
A.	Steps taken on conservation of energy	NIL
B.	Impact on conservation of energy	
C.	Steps taken by the company for utilizing the alternate source of energy	
D.	Capital investment on energy conservation equipments	

FOREIGN EXCHANGE EARNINGS AND OUTGO

Information pertaining to foreign exchange earnings and outgo as per Section 134 (3) (m) of the Companies Act, 2013 is as given below:

(Rs. in Lakh)

Particulars	March 31, 2026	March 31, 2025
Earnings	-	-
Revenue	-	-
Expenditure**	0	(34.81)
Capital Expenditure	-	-
Net	**0**	**(34.81)**

** Amount is provided for in books of account but to be paid in next financial year

PARTICULARS OF EMPLOYEES

The total number of permanent employees on the rolls of the Company as on March 31, 2026 was 10. The information as required under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, will be made available upon request.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year there are no significant material orders passed by the Regulators / Courts which would adversely impact the going concern status of the company and its operations in future.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to provide a safe and conducive work environment to its employees.

There were no cases pending at the beginning of the year/ filed during the year, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

A.	Number of Sexual Harassment Complaints received	Nil
B.	Number of Sexual Harassment Complaints disposed off	Nil
C.	Number of Sexual Harassment Complaints beyond 90 days	Nil

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

There was no such instance occurred during the period under review.

NUMBER OF EMPLOYEES AS ON CLOSURE OF FINANCIAL YEAR

A. Male - 9

B. Female - 1

C. Transgender - 0

A STATEMENT BY THE COMPANY WITH RESPECT TO THE COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFIT ACT, 1961

During the financial year under review, no employee of the Company availed maternity benefit under the provisions of the Maternity Benefit Act, and accordingly, no maternity benefit was paid.

TECHNOLOGICAL ABSORPTION

The Company is committed to its efforts to absorb technology in its daily consumption.

Sr. No	Particulars	Details
A.	Efforts made towards technology absorption	90% of the product line has been absorbed and modified as per the local requirement
B.	Benefits derived like product improvement, cost reduction, product development, or import substitution	Benefits have been derived in term of cost of product
C.	In case technology imported during the last 3 years	Yes
	i. Details of technology imported	PU and epoxy chemistries
	ii. Year of import	2024-25
	iii. Whether the technology is fully absorbed	No
	iv. If not absorbed, areas where absorption has not taken place and the reason thereof Amortization in 5 Years	
D.	Expenditure incurred on R&D	Rs. 11.35 Lakhs

There was no technology acquisition and absorption during the year under review.

THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year there were no applications made or proceedings pending under the Insolvency and Bankruptcy Code, 2016.

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors of
Thermax Vebro Polymers India Private Limited

Place: Pune,
Date: May 5, 2026

Dinesh Mandhana
Director
DIN: 10646110

Swapnil Dhumane
Director
DIN: 10646109

THERMAX VEBRO POLYMERS INDIA PRIVATE LIMITED

Annexure - 1

Policy on the Selection and Appointment of Directors and the Remuneration of Directors, Key Managerial Personnel (KMP), and Employees

The Nomination & Remuneration Committee (NRC) has prepared a "Terms of Reference" (TOR), which, inter alia, deals with laying down the criteria for the selection of Directors, based on the requirements of the organization, including the qualifications, and determining the independence of Directors. The NRC has also laid down the criteria for the evaluation of the performance of the Board and guidelines for determining the remuneration of Directors, KMP and other employees of the Company. This Policy is based on the above TOR of NRC:

(1) Criteria for selection and appointment of Directors:

a) The Director shall have relevant expertise and experience commensurate with the requirements of the Company to discharge the duties as a Director.

b) While selecting a director, the emphasis be given to the qualifications, experience, and personal and professional standing of the incumbent.

c) Assess the independence and nature of the appointment as Director vis-à-vis any conflict-of-interest w.r.t any pecuniary relationship and procure necessary declaration.
(The determination of independence shall be made in accordance with the provisions of Section 149(6) of the Companies Act, 2013)

d) The Director is not disqualified for appointment u/s. 164 of the Companies Act, 2013.

e) In the event of re-appointment of the Director, due emphasis be given to the performance evaluation of the Director during his tenure.

(2) Remuneration of Non- Executive Directors (NEDs):

The remuneration payable to Directors shall be in accordance with Sec. 197 of the Companies Act, 2013 and other applicable provisions & rules made thereunder from time to time.

The Directors shall also be eligible to receive reimbursement of expenses for participation in the Board and Committee Meetings.

The Independent Directors shall be entitled to receive remuneration by way of sitting fees for attending the meetings of the Board as well as the Committees.

(3) Criteria for selection of MD, WTD & CEO:

For selection of the MD, WTD and CEO, the NRC shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendations, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria regarding age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

(4) Remuneration for MD, WTD & CEO:

i. At the time of appointment or re-appointment, the Managing Director (MD), Whole Time Director (WTD) and Chief Executive Officer (CEO) shall be paid such remuneration as may be mutually agreed between the Company (which includes the NRC and the Board of Directors) and the MD, WTD and CEO within the overall limits prescribed under the Companies Act, 2013.

ii. The remuneration shall be subject to the approval of the Members of the Company in the General Meeting.

iii. The remuneration of the MD, WTD and CEO is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits. The variable component comprises a performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the NRC shall ensure/consider the following:

a. the relationship of remuneration and performance benchmarks is clear.

b. balance between fixed and incentive pay reflecting short- and long-term performance objectives, appropriate to the working of the Company and its goals.

c. responsibility required to be shouldered by the MD, WTD and CEO, the industry benchmarks, and the current trends.

d. the Company's performance vis-à-vis the annual budget achievement and individual performance vis-à-vis the KRAs / KPIs.

(5) Remuneration Policy for Senior Management, KMPs and employees:

The NRC, while determining the remuneration of Senior Management/ employees and KMPs shall ensure the following:

a. The remuneration is divided into Fixed component & Variable Component (Short Term Incentive Plan (STIP) and Long-Term Incentive Plan (LTIP)

b. The division between fixed and variable is based on the roles & responsibilities, the Company's performance vis-à-vis KRA & KPIs, industry benchmark and current compensation trends in the market.

Employees shall be assigned grades/bands according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade/ bands and shall be based on various factors such as job profile, skill sets, seniority, experience, performance and prevailing remuneration levels for equivalent jobs.

Definitions:

The terms KMP and SMP shall have the same meaning as defined under Companies Act, 2013.

Key Managerial Personnel (KMP):

As per the provisions of Companies Act, 2013, the following shall be categorized as the Whole-Time Key Managerial Personnel

i. Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-Time Director;

ii. Company Secretary; and

iii. Chief Financial Officer

Senior Management Personnel:

The expression senior management means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

Annexure 2

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

The Company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis:

There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 27 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
Thermax Vebro Polymers India Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110

Swapnil Vitthal Dhumane
Director
DIN: 10646109

Pune, May 5, 2026

THERMAX VEBRO POLYMERS INDIA PRIVATE LIMITED

INDEPENDENT AUDITOR'S REPORT

To the Members of Thermax Vebro Polymers India Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Thermax Vebro Polymer India Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and total comprehensive income (comprising of loss and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit 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 "Auditors' Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditors' report thereon.

   Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

5. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

7. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

8. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

9. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - 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 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 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 auditors' 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 auditors' 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.

10. 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.

11. 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.

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

13. As required by Section 143(3) of the Act, we report that:

    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(j)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13(j)(vi) below.

    (g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

    (h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

        i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 25 to the financial statements;

        ii. The Company was not required to recognise a provision as at March 31, 2026 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long term derivative contracts as at March 31, 2026.

        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, other than as disclosed in Note 31 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 31 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared or 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 which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software, except as disclosed in note 35 to the financial statements. During the course of performing our procedures, other than the instances of audit trail not maintained (as disclosed in note 35 to the financial statements) where the question of our commenting does not arise, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

14. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593
UDIN: 26134593GITOAZ6348

Place : Pune
Date: May 05, 2026

THERMAX VEBRO POLYMERS INDIA PRIVATE LIMITED

Annexure A to Independent Auditor's Report

Referred to in paragraph 13(g) of the Independent Auditors' Report of even date to the members of Thermax Vebro Polymers India Private Limited on the financial statements as of and for the year ended March 31, 2026.

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Thermax Vebro Polymers India Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

6. A company's internal financial controls with reference to 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 controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593
UDIN: 26134593GITOAZ6348

Place : Pune
Date: May 05, 2026

Annexure B to Independent Auditor's Report

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of Thermax Vebro Polymers India Private Limited on the financial statements as of and for the year ended March 31, 2026.

(i) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.

(B) The Company is maintaining proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The Company does not hold any immovable properties other than those where the Company is the lessee and the lease agreements are duly executed in favour of the lessee Refer Note 4(b) to the financial statements. Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or Intangible Assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) or Intangible Assets does not arise.

(e) No proceedings have been initiated on (or) are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

ii. (a) As at March 31, 2026, the Company's inventory is entirely lying with third parties which have substantially been confirmed by them. No discrepancies were noticed in the inventory confirmed by third parties as compared to book records.

(b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account (Also, refer Note 31 to the financial statements).

iii. The Company has not made any investments, granted secured/ unsecured loans/advances in nature of loans, or stood guarantee, or provided security to any parties. Therefore, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of professional tax, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, income tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and services tax and other statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) Borrowings amounting to Rs. 250.26 lakhs are repayable on demand and terms and conditions for payment of interest thereon have been stipulated. According to the information and explanations given to us, such loans have not been demanded for repayment during the year. Consequently, the question of our commenting under clause 3(ix)(a) of the Order does not arise.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) Accordingly, to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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 procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received

during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

xiv. In our opinion, the Company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Act.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the directors. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial or housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the additional reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CIC as part of the Group as detailed in Note 31 to the financial statements.

xvii. The Company has incurred cash losses of Rs. 332.73 lakhs in the financial year and of Rs. 363.36 lakhs in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and, accordingly, the reporting under clause 3(xviii) of the Order is not applicable.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. As stated in Note 37 to the Financial Statements, the Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593
UDIN: 26134593GITOAZ6348

Place : Pune
Date: May 05, 2026

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
I. Non-current assets			
Property, plant and equipment	4 (a)	6.77	8.68
Right-of-use assets	4 (b)	34.05	58.80
Intangible assets	4 (c)	673.58	868.09
Financial assets:			
(a) Other assets	5 (a)	18.64	17.31
Total non-current assets		**733.04**	**952.88**
II. Current assets			
Inventories	7	4.79	0.23
Financial assets:			
(a) Trade receivables	10	566.82	148.50
(b) Cash and cash equivalents	8	26.44	525.64
(c) Other assets	5 (b)	42.60	26.10
Other current assets	9	184.67	24.96
Total current assets		**825.32**	**725.43**
Total assets		**1,558.36**	**1,678.31**
Equity and liabilities			
III. Equity			
Equity share capital	11	1,618.23	1,618.23
Other equity	12	(1,051.95)	(498.34)
Total equity		**566.28**	**1,119.89**
IV. Non-current liabilities			
Financial liabilities:			
(a) Lease liabilities	26	8.42	31.72
Provisions	15 (a)	13.82	16.06
Total non-current liabilities		**22.24**	**47.78**
V. Current liabilities			
Financial liabilities:			
(a) Borrowings	11 (a)	250.26	-
(b) Trade payables	13		
Total outstanding dues of micro and small enterprises		0.13	4.53
Total outstanding dues of creditors other than micro and small enterprises		615.94	367.83
(c) Lease liabilities	26	27.12	25.83
(d) Other financial liabilities	14	39.42	80.24
Provisions	15 (b)	18.02	17.78
Other current liabilities	16	18.95	14.43
Total current liabilities		**969.84**	**510.64**
Total equity and liabilities		**1,558.36**	**1,678.31**
Summary of material accounting policies	2		
Summary of significant accounting estimates and judgements	3		

The accompanying notes are an integral part of these financial statements.

This is the Balance Sheet referred to in our report of even date.

Statement of profit and loss for the period of March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Income			
Revenue from operations	17	966.51	169.89
Other income	18	4.87	6.78
Total income (I)		**971.38**	**176.67**
Expenses			
Purchases of stock in trade	19	769.46	122.95
Changes in inventories of stock in trade	20	(4.56)	(0.23)
Employee benefits expense	21	352.73	275.12
Finance costs	22	4.46	3.47
Depreciation and amortisation expense	4 (d)	221.17	112.56
Other expenses	23	182.02	138.72
Total expenses (II)		**1,525.28**	**652.59**
Loss before tax (III) = (I-II)		**(553.90)**	**(475.92)**
Tax expense	6		
Current tax		-	-
Deferred tax (net)		-	-
Total tax expense (IV)		**-**	**-**
Loss for the year (V) = (III-IV)		**(553.90)**	**(475.92)**
Other Comprehensive Income (OCI)			
A. Items that will not be reclassified subsequently to profit or loss			
i) Re-measurement gain/(loss) on defined benefit plan		0.29	(2.10)
Less: Income tax effect		-	-
Net other comprehensive income for the year (net of tax) (VI)		**0.29**	**(2.10)**
Total comprehensive income for the year (VII=V + VI)		**(553.61)**	**(478.02)**
Loss per equity share			
Basic and Diluted [Nominal value per share Rs. 10/-]	24	(3.42)	(5.29)
Summary of material accounting policies	2		
Summary of significant accounting estimates and judgements	3		

The accompanying notes are an integral part of these financial statements.

This is the Statement of profit and loss referred in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Rakesh Khandelwal
Partner
Membership No. 134593

Place: Pune
Date: May 05, 2026

For and on behalf of the Board of Directors of
Thermax Vebro Polymers India Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110
Place : Pune

Swapnil Vitthal Dhumane
Director
DIN: 10646109
Place : Pune

Srinivasan V
Chief Executive Officer
Place: Chennai

Arvind Tiwari
Chief Financial Officer
Place: Chennai

Anamitra Basu
Company Secretary
M. No.: A66786
Place: Pune

Date: May 05, 2026

THERMAX VEBRO POLYMERS INDIA PRIVATE LIMITED

Statement of cash flows for the period of March 31, 2026

(All amounts are in Rupees Lakhs , except stated otherwise)

	Particulars	Notes	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
A)	**Cash flows from operating activities**			
	Loss before tax		(553.90)	(475.92)
	Adjustments to reconcile loss before tax to net cash flows			
	Depreciation and amortisation expense	4 (e)	221.17	112.56
	Interest expense	22	4.46	3.47
	Interest income	18	(4.87)	6.78
	Working capital adjustments			
	(Increase)/Decrease in trade receivables		(418.32)	(148.50)
	(Increase)/Decrease in inventories		(4.56)	(0.23)
	(Increase)/Decrease in other financial assets		(16.50)	(20.50)
	(Increase)/Decrease in other assets		(159.71)	(51.06)
	Increase/(Decrease) in trade payables		243.71	372.36
	Increase/(Decrease) in other liabilities		4.50	14.43
	Increase/(Decrease) in provisions		(1.71)	31.74
	Increase/(Decrese) in other financial liabilities		(17.54)	56.48
	Cash generated from operations		**(703.27)**	**(98.39)**
	Direct taxes paid (net of refunds received)		-	-
	Net cash outflow from operating activities		**(703.27)**	**(98.39)**
B)	**Cash flows from investing activities**			
	Purchase of property, plant and equipment & intangible assets		(23.76)	(142.60)
	Interest received		3.55	-
	Net cash out flows from investing activities		**(20.21)**	**(142.60)**
C)	**Cash flows from financing activities**			
	Interest paid		(0.21)	-
	Proceed from Borrowing		250.26	-
	Payment of lease liability		(25.77)	(17.84)
	Proceeds from issue of equity shares		-	810.73
	Cost related to issue of own equity instruments		-	(20.32)
	Net cash in flows from financing activities		**224.28**	**772.57**
	Net increase in cash and cash equivalents		**(499.20)**	**531.58**
	Cash and cash equivalents at the beginning of the year		525.64	-
	Less: Interest accrued on cash and cash equivalents		-	(5.94)
	Cash and cash equivalents at the end of the year		**26.44**	**525.64**
Non-cash financing and investing activities				
	Acquisition of right-of-use assets		-	74.27
	Purchase of intangible asset through the issue of equity shares		-	807.50

Reconciliation of cash and cash equivalents as per the cash flow statement:

Particulars	Note No.	As at March 31, 2025	As at March 31, 2025
Cash and cash equivalents	13 (a)	26.44	525.64
Balances as per Statement of cash flows		**26.44**	**525.64**

Note: The above statement of cash flows is prepared based on Indirect Method as prescribed in Ind AS - 7 on Statement of Cash flows.
The above Statement of cash flows should be read in conjunction with the accompanying notes.
This is the Statement of cash flows referred to in our report of even date.

Statement of changes in equity for the period of March 31, 2026

((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital#

Particulars	Note No.	As at March 31, 2025	As at March 31, 2025
Balance at the beginning of the year	11	1,618.23	-
Changes in equity shares capital during the year	11	-	1,618.23
Balance at the end of the year	**11**	**1,618.23**	**1,618.23**

B Other Equity^

Particulars	Reserves and surplus	Total
As at July 18, 2024	**-**	**-**
Loss for the year	(475.92)	(475.92)
Other Comprehensive Income (net)	(2.10)	(2.10)
Total comprehensive income	**(478.02)**	**(478.02)**
Cost related to issue of own equity instruments	(20.32)	(20.32)
As at March 31, 2025	**(498.34)**	**(498.34)**
Loss for the year	(553.90)	(553.90)
Other Comprehensive Income (net)	0.29	0.29
Total comprehensive income	**(553.61)**	**(553.61)**
As at March 31, 2026	**(1,051.95)**	**(1,051.95)**

The above Statement of changes in equity should be read in conjunction with the accompanying notes.

This is the Statement of changes in equity referred to in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Rakesh Khandelwal
Partner
Membership No. 134593

Place: Pune
Date: May 05, 2026

For and on behalf of the Board of Directors of
Thermax Vebro Polymers India Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110
Place : Pune

Swapnil Vitthal Dhumane
Director
DIN: 10646109
Place : Pune

Srinivasan V
Chief Executive Officer
Place: Chennai

Arvind Tiwari
Chief Financial Officer
Place: Chennai

Anamitra Basu
Company Secretary
M. No.: A66786
Place: Pune

Date: May 05, 2026

Notes to the financial statements for the year ended March 31, 2026
((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1. Corporate information

Thermax Vebro Polymers India Private Limited (""the Company"") is in the business of manufacturing, producing, processing, buying, selling, importing, exporting, distributing, and dealing in all kinds of flooring chemicals, including but not limited to adhesives, sealants, epoxy coatings, floor hardeners, floor levelling compounds, and floor cleaning agents (together termed as "chemical products").

The Company is a private limited company incorporated under the provisions of the Companies Act, 2013 and domiciled in India. The address of its registered office is S No. 14/D, F P No. 32/33, Wakdewadi Mumbai Pune Road, Khadki, Pune, Maharashtra, India, 411003.

The Board of Directors have approved the financial statements on May 05, 2026. The CIN of the Company is U20290PN2024PTC232807.

2 Material accounting policies

2.1 Basis of preparation, measurement and Consolidation

a. Basis of preparation

These financial statements have been prepared in accordance with the 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 Sch III) as applicable to the financial statements.

The preparation of the financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

b. Basis of measurement

The financial statements have been prepared on the accrual and going concern basis under historical cost convention except certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

2.2 Summary of material accounting policies, critical accounting estimates and judgements

a. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/noncurrent classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b. Foreign currencies

The Company's financial statements are prepared in INR, which is also the functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

c Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. The Company applies fair value measurement when an Ind AS requires or permits fair value measurement for disclosures about fair value measurements except for Ind AS which prescribe measurement and disclosures such as:

a) Share based payment transactions covered by Ind AS 102 - "Share based payments";

b) Leasing transactions covered by Ind AS 116 - "Leases".

In such cases, 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. In addition or further, fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes:

- Quantitative disclosures of fair value measurement hierarchy (Refer note 28);
- Financial instruments (including those carried at amortised cost) (Refer note 28).

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation

(based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

d Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss)
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to present subsequent changes in fair value in other comprehensive income.

At initial recognition, the Company measures a financial asset (excluding trade receivables which do not contain a significant financing component) at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Company classifies its instruments:

(i) Debt instruments at Amortised cost

A 'debt instrument' is measured at the Amortised cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at Amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in income in the Statement of profit and loss. The losses arising from impairment are recognised in the Statement of profit and loss.

The Company does not have any debt instrument measured at fair value or any equity investments.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are provided in the following notes:

- **Trade receivables -** Refer note 10;

Financial liabilities

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at Amortised cost.

All changes in fair value of financial liabilities classified as FVTPL is recognised in the Statement of Profit and Loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at Amortised cost using the EIR method. Gains and losses are recognised in profit and 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 cost that are integral part on EIR. The EIR amortisation is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.3 Changes in accounting policies and disclosures

New and amended standards

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after April 01, 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

The Ministry of Corporate Affairs vide notification dated May 07, 2025 and August 13, 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after April 01, 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1

As a result of the adoption of the amendments to Ind AS 1, the Company changed its accounting policy for the classification of borrowings:

"Borrowings are classified as current liabilities unless, at the end of the reporting period, the Company has a right to defer settlement of the

Notes to the financial statements for the year ended March 31, 2026
((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

liability for at least 12 months after the reporting period. Covenants that the Company is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the Company is required to comply with after the reporting period do not affect the classification."

This new policy did not result in a change in the classification of the Company's borrowings. The Company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

This amendment also includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, as outlined below:

Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8. The Company does not expect this amendment to have an impact on its operations or financial statements.

2.4 Climate-related matters

The Company considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the Company due to both physical and transition risks. Even though the Company believes its business model and products will still be viable after the transition to a low-carbon economy, climate-related matters increase the uncertainty in estimates and assumptions underpinning several items in the financial statements. Even though climate-related risks might not currently have a significant impact on measurement, the Company is closely monitoring relevant changes and developments, such as new climate-related legislation.

2.5 Other Accounting Policies

Earning/Loss per share (EPS/LPS)

The Company presents the basic and diluted EPS data for its equity shares.

(i) Basic EPS is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period;

(ii) Diluted EPS is computed by adjusting the net profit for the period attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

3 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

In the application of the Company's accounting policies, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on industry experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the Financial Statements.

The areas involving critical estimates or judgements are:

a. Estimates and assumptions related to useful lives of Property, Plant and Equipment (PPE) (Refer note 4)

b. Estimate and assumptions for income taxes (Refer note 6)

c. Estimations used for impairment of trade receivable (Refer note 10);

d. Judgments related to employee benefits expense (Refer note 15)

4 Property, Plant and Equipment

Accounting policy

Property, plant and equipment (PPE) are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All costs directly attributable to the acquisition and installation of PPE are capitalised. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance expenses are charged to the Statement of Profit and Loss during the financial year in which they are incurred.

Gains or losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Depreciation on PPE is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management. The Company depreciates each part of an item of property, plant and equipment separately if cost of the part is significant in relation to the total cost of the item or principle asset and useful life is materially different from the principle asset.

Asset category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Office equipment	5	5
Computers and data processing units	5	3 to 6

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Estimates and assumptions:

The Company determines, based on technical assessment, the estimated useful lives of its property, plant and equipment and intangible assets for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives periodically and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Impairment of PPE

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds

its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognised in the Statement of Profit or Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase, if applicable.

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts.

Estimates and assumptions

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from the budget for the next five years as approved by the Management and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the terminal growth rate used.

(a) PROPERTY, PLANT AND EQUIPMENT:

Particulars	Office equipment	Computer and data processing units	Total
Gross carrying amount as at April 1, 2025	**2.65**	**6.91**	**9.56**
Additions	-	-	-
Disposals	-	-	-
Gross carrying amount as at March 31, 2026	**2.65**	**6.91**	**9.56**
Accumulated depreciation as at April 1, 2025	**0.26**	**0.62**	**0.88**
Charge for the period	0.50	1.41	1.91
Closing accumulated depreciation and impairment as at March 31, 2026	**0.76**	**2.03**	**2.79**
Net Block as at March 31, 2026	**1.89**	**4.88**	**6.77**

Particulars	Office equipment	Computer and data processing units	Total
Gross carrying amount as at July 18, 2024	-	-	**-**
Additions	2.65	6.91	9.56
Disposals	-	-	-
Gross carrying amount as at March 31, 2025	**2.65**	**6.91**	**9.56**
Accumulated depreciation as at July 18, 2024	**-**	**-**	**-**
Charge for the period	0.26	0.62	0.88
Disposals	-	-	-
Closing accumulated depreciation and impairment as at March 31, 2025	**0.26**	**0.62**	**0.88**
Net Block as at March 31, 2025	**2.39**	**6.29**	**8.68**

(b) RIGHT-OF-USE ASSETS (ROU)

Accounting policy

The Company recognises ROU assets at cost at the commencement date of the lease. The cost of ROU asset includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. After the commencement date, ROU assets are measured at cost, less any accumulated depreciation and impairment losses and adjusted for any remeasurement of lease liabilities. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. ROU assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated remaining useful lives of the assets, as follows:

Office Premise- 3 years

Description	Office Premise	Total
Gross carrying amount as at April 1, 2025	**74.27**	**74.27**
Additions	-	-
Disposals	-	-
Gross carrying amount as at March 31, 2026	**74.27**	**74.27**
Accumulated depreciation as at April 1, 2025	**15.47**	**15.47**
Charge for the year	24.75	24.75
Disposals	-	-
Closing accumulated depreciation and impairment as at March 31, 2026	**40.22**	**40.22**
Net Block as at March 31, 2026	**34.05**	**34.05**

Notes to the financial statements for the year ended March 31, 2026

((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Description	Office Premise	Total
Gross carrying amount as at July 18, 2024		
Additions	74.27	74.27
Disposals	-	-
Gross carrying amount as at March 31, 2025	**74.27**	**74.27**
Accumulated amortisation as at July 18, 2024	**-**	**-**
Charge for the year	15.47	15.47
Disposals	-	-
Closing accumulated amortisation as at March 31, 2025	**15.47**	**15.47**
Net Block as at March 31, 2025	**58.80**	**58.80**

The Company has taken certain assets on lease which has been accounted in accordance with Ind AS 116-Leases under right-of-use assets. Refer note 26 for further disclosure on leases.

(c) INTANGIBLE ASSETS

Accounting policy

Intangible assets acquired separately are measured on initial recognition at cost. In case of intangible assets which has not been acquired for cash consideration, the cost of such an intangible asset is measured at fair value of the asset acquired. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Intangible assets with finite lives are Amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognised in the Statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Amortisation of the asset begins when development is complete and the asset is available for use. It is Amortised on a straight-line basis over the period of expected future benefit from the intangible asset, i.e., the estimated useful life subject to a maximum of ten years. amortisation is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

The following useful lives are estimated by the management:

Assets category	Company's estimate of useful life (years)
Technical know how	5
Computer software	3

Description	Computer software	Technical know-how#	Total
Gross carrying amount as at April 1, 2025	**14.30**	**950.00**	**964.30**
Additions	-	-	-
Disposals	-	-	-
Gross carrying amount as at March 31, 2026	**14.30**	**950.00**	**964.30**

Description	Computer software	Technical know-how#	Total
Accumulated amortisation as at April 1, 2025	**1.21**	**95.00**	**96.21**
Charge for the year	4.51	190.00	194.51
Disposals	-	-	-
Closing accumulated depreciation and impairment as at March 31, 2026	**5.72**	**285.00**	**290.72**
Net Block as at March 31, 2026	**8.58**	**665.00**	**673.58**

Description	Computer software	Technical know-how#	Total
Gross carrying amount as at July 18, 2024	**-**	**-**	**-**
Additions	14.30	950.00	964.30
Disposals	-	-	-
Gross carrying amount as at March 31, 2025	**14.30**	**950.00**	**964.30**
Accumulated amortisation as at July 18, 2024	**-**	**-**	**-**
Charge for the year	1.21	95.00	96.21
Disposals	-	-	-
Closing accumulated depreciation and impairment as at March 31, 2025	**1.21**	**95.00**	**96.21**
Net Block as at March 31, 2025	**13.09**	**855.00**	**868.09**

#The Company during the previous year has obtained technical know how from Vebro Polymer Holdings Limited, UK, in lieu of equity shares of the Company subject to applicable TDS laws.

(d) DEPRECIATION AND AMORTIZATION EXPENSE

	April 1, 2025 to March 31, 2026	July 18, 2024 to March 31, 2025
Depreciation on property, plant and equipment (note 4(a))	1.91	0.88
Amortisation on right-of-use assets (note 4(b))	24.75	15.47
Amortisation of intangible assets (note 4(c))	194.51	96.21
Total	**221.17**	**112.56**

5 OTHER FINANCIAL ASSETS - AT AMORTIZED COST

(a) OTHER NON-CURRENT ASSETS

	As at March 31, 2026	As at March 31, 2025
Security deposits	18.64	17.31
Total	**18.64**	**17.31**

(b) OTHER CURRENT ASSETS

	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Other receivables (refer note 27)	42.60	26.10
Total	**42.60**	**26.10**

THERMAX VEBRO POLYMERS INDIA PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2026

((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

6 INCOME TAXES

Accounting policy

Tax expense comprises current tax expense and deferred tax.

Current tax

Current 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.

Current income tax relating to items recognised outside profit or loss is recognised either in OCI or in equity. Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss) and does not give rise to equal taxable and deductible temporary differences.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity), in correlation to the underlying transaction.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously

The Company applies significant judgement in identifying uncertainties over income tax treatments.

Estimates and assumptions

Recoverability of Deferred tax assets:

At each balance sheet date, the Company assesses whether the realisation of future tax benefits is sufficiently probable to recognise deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

The major components of tax expense for the year ended March 31, 2026 and March 31, 2025 are:

	As at March 31, 2026	As at March 31, 2025
Current tax	-	-
Deferred tax	-	-
Income tax expense reported in the Statement of profit or loss	**-**	**-**

Other comprehensive income	As at March 31, 2026	As at March 31, 2025
Tax related to items recognised in other comprehensive income during the year		
Net loss or (gain) on movement of cash flow hedges	-	-
Net gain/(loss) on remeasurements of defined benefit plans	0.29	(2.10)
Deferred tax credit in other comprehensive income	**0.29**	**(2.10)**

Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate	As at March 31, 2026	As at March 31, 2025
Accounting loss before tax	(553.90)	(475.92)
At India's statutory income tax rate (as per Income Tax Act, 1961) of 25.17% (March 31,2025: 25.17%)	(139.40)	(119.78)
- Non deductible expenditure	-	23.90
- Unrecognised tax benefits on tax losses and other items	139.41	95.88
Income tax expense reported in the Statement of profit or loss	**-**	**-**

Deferred tax

Balance sheet	As at March 31, 2026	As at March 31, 2025
Deferred tax relates to the following:		
Accelerated depreciation for tax purposes	(33.71)	(0.61)
Employee benefit obligations	9.80	8.56
Items allowed on payment basis/ temporary disallowances	8.01	14.22
Others (mainly includes impact on account of deferred tax on business losses)	297.24	73.71
Deferred tax assets (net)	**281.34**	**95.88**
Deferred tax asset (net) - recognised to the extent of deferred tax liability	**-**	**-**

In accordance with Ind AS 12 - Income Taxes, deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which such losses can be utilised.

Considering that the Company is in the initial phase of its operations and has not commenced revenue-generating activities during the period, and in the absence of reasonable certainty supported by convincing evidence of sufficient future taxable profits, the Company has not recognised deferred tax liability as on March 31, 2026 aggregating to Rs. 281 lakhs (March 31, 2025: Rs. 95.88 lacs).

"The Company reassesses the recognition of deferred tax assets at each reporting date based on the availability of sufficient taxable profits and other relevant evidence.

Notes to the financial statements for the year ended March 31, 2026

((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

7 INVENTORIES

Accounting policy

Inventories are stated at the lower of cost and net realisable value (NRV). Cost of inventory includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Costs of inventories are determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Write down of inventories are calculated based on an analysis of foreseeable changes in demand, technology, market conditions and ageing of inventories.

	As at March 31, 2026	As at March 31, 2025
Traded goods	4.79	0.23
Total	**4.79**	**0.23**

8 CASH AND CASH EQUIVALENTS

Accounting policy

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the Statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- in current accounts	26.44	119.70
- in deposits with original maturity of less than three months *	-	405.94
Total	**26.44**	**525.64**

*Short-term deposits are made for varying periods ranging between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates.

Note: There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and previous period.

9 OTHER ASSETS

OTHER CURRENT ASSETS

	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Balances with government authorities	184.67	24.96
Total	**184.67**	**24.96**

10 TRADE RECEIVABLES - AT AMORTIZED COST

Accounting policy

Trade receivables are amounts due from customers for goods sold in the ordinary course of business and reflect the Company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

	As at March 31, 2026	As at March 31, 2025
Trade receivables from:		
i) Related parties (Refer note 27)	-	-
ii) Others	566.82	148.50
Total	**566.82**	**148.50**
Unsecured, considered good	566.82	148.50
	566.82	**148.50**
Total	**566.82**	**148.50**

No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade receivables due from firms or private companies respectively in which any director is a partner, a director or a member.

The ageing of current trade receivables which are due for receipt:

Particulars		Not Due	Outstanding for the following period from due date of payments					Total
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables- considered good	March 31, 2026	414.62	123.71	23.63	4.85	-	-	**566.82**
	March 31, 2025	46.00	102.50	-	-	-	-	**148.50**
(ii) Undisputed trade receivables- which have significant increase in credit risk	March 31, 2026	-	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	-	**-**
(iii) Undisputed trade receivables- credit impaired	March 31, 2026	-	-	-	-	-	-	-
	March 31, 2025	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(iv) Disputed trade receivables- considered good	March 31, 2026	-	-	-	-	-	-	-
	March 31, 2025	-	-	-	-	-	-	-
(v) Disputed trade receivables- which have significant increase in credit risk	March 31, 2026	-	-	-	-	-	-	-
	March 31, 2025	-	-	-	-	-	-	-
(vi) Disputed trade receivables- credit impaired	March 31, 2026	-	-	-	-	-	-	-
	March 31, 2025	-	-	-	-	-	-	-
Sub-total	March 31, 2026	414.62	123.71	23.63	4.85	-	-	566.82
	March 31, 2025	46.00	102.50	-	-	-	-	148.50
Less: Impairment allowance	March 31, 2026							-
	March 31, 2025							-
Total	March 31, 2026							**566.82**
	March 31, 2025							**148.50**

Estimates and Judgements

To measure the expected credit losses, trade receivables have been based on shared credit risk characteristics and the days past due.

Credit risk on trade receivables are managed by the Company subject to it's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and credit limits are defined in accordance with this assessment.

For trade receivables, as a practical expedient, the Company computes credit loss allowance based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates.

Trade receivables are written off where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company, and a failure to make contractual payments for a period of greater than 365 days past due.

Impairment losses on trade receivables are presented as expected credit loss in the Statement of Profit and Loss. Subsequent recoveries of amounts previously written off are credited against the same line item.

The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and timing of cash flows. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Estimates and Judgements

As a practical expedient, the Company uses a provision matrix to determine ECL impairment allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. On that basis, the Company estimates a default rate of total revenue for trade receivables and contract revenue for contract assets. The Company follows provisioning norms based on ageing of receivables to estimate the impairment allowance under ECL.

No impairment allowance has been considered necessary using lifetime ECL model on the outstanding receivables.

11 Share capital

Accounting policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognised as a deduction from equity, net of any related income tax effects.

	As at March 31, 2026	As at March 31, 2025
Authorized shares (Nos)		
2,00,00,000 equity shares of Rs. 10/- each.	2,000.00	2,000.00
	2,000.00	**2,000.00**
Issued, subscribed and fully paid share capital (Nos)		
1,61,82,300 equity shares of Rs. 10/- each.	**1,618.23**	**1,618.23**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the period

	No. of shares	Amount
Equity share of Rs. 10 each issued, subscribed and fully paid		
As at July 18, 2024	**-**	**-**
Changes during the year	1,61,82,300	1,618.23
As at March 31, 2025	**1,61,82,300**	**1,618.23**
Changes during the year	**-**	**-**
As at March 31, 2026	**1,61,82,300**	**3,236.46**

(b) Terms/ rights attached to equity shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c) Equity shares held by ultimate holding / holding company

	As at March 31, 2026	As at March 31, 2025
Holding Company		
Thermax Chemical Solutions Private Limited, India 81,07,300 equity shares of Rs. 10/- each fully paid	810.73	810.73

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2026	As at March 31, 2025
Thermax Chemical Solutions Private Limited, India		
%	50.10%	50.10%
No. of shares	81,07,300	81,07,300
Vebro Polymers Holdings Limited, UK		
%	49.90%	49.90%
No. of shares	80,75,000	80,75,000

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 the legal ownerships of shares.

(e) Details of equity shares held by promoters in the Company

	As at March 31, 2026	As at March 31, 2025
Thermax Chemical Solutions Private Limited, India		
%	50.10%	50.10%
No. of shares	81,07,300	81,07,300
% of change during the year	Not applicable	Not applicable
Vebro Polymers Holdings Limited, UK		
%	49.90%	49.90%
No. of shares	80,75,000	80,75,000
% of change during the year	Not applicable	Not applicable

Notes to the financial statements for the year ended March 31, 2026
((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

(f) An aggregate of 80,75,000 equity shares were issued pursuant to purchase of technical know how, without payment being received in cash (Refer Note 4(c))

(g) There were no issue of bonus shares/buy back of shares during the period of five years immediately preceding the reporting date.

11 Financial Liabilities

(a) Borrowings - Current

	As at March 31, 2026	As at March 31, 2025
Secured loans from banks	250.26	-
Total	**250.26**	**-**

Notes: Secured loans pertain overdraft with ICICI Bank at the interest rate of (Bank repo rate + 3.1%) p.a. availed for working capital purpose. This is secured by hypothecation of the current assets of the Company, namely receivables and inventory excluding cash and cash equivalents.

12 OTHER EQUITY

	As at March 31, 2026	As at March 31, 2025
Reserves and surplus		
Retained earnings		
Opening balance	(498.34)	-
Add: Loss for the year	(553.90)	(475.92)
Transaction costs arising on share issues	-	(20.32)
Movement during the year	(1,052.24)	(496.24)
Items of other comprehensive income recognised directly in retained earnings:		
Re-measurement (loss) on defined benefit plans	0.29	(2.10)
Net deficit in the Statement of profit and loss	**(1,051.95)**	**(498.34)**
Total Reserves and Surplus	**(1,051.95)**	**(498.34)**
Total	**(1,051.95)**	**(498.34)**

Nature and purpose of reserves

Retained earnings

Retained earnings are the profits or (loss) that the Company has earned or incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings also include re-measurement loss or (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Defined benefit obligation

Following is the movement of amounts recognised in other comprehensive income on account of defined benefit obligation:

	As at March 31, 2026	As at March 31, 2025
Opening balance	(2.10)	-
Add: Total remeasurements cost for the year recognised in OCI	0.29	(2.10)
Closing balance	**(1.81)**	**(2.10)**

13 TRADE PAYABLES - AT AMORTISED COST

CURRENT TRADE PAYABLES

	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	0.13	4.53
Total outstanding dues of creditors other than micro enterprises and small enterprises		
i) Related parties (note 27)	562.54	351.63
ii) Others	53.40	16.20
Total	**616.07**	**372.36**

Particulars		Unbilled trade payable (Pertains to accrued expenses /liabilities)*	Outstanding for the following period from due date of payments					Total
			Not Due	Less than a year	1-2 years	2-3 years	More than 3 years	
(i) Micro enterprises and small enterprises	March 31, 2026	-	0.13	-	-	-	-	**0.13**
	March 31, 2025	0.42	1.66	2.45	-	-	-	**4.53**
(ii) Others	March 31, 2026	85.97	352.99	131.78	45.20	-	-	**615.94**
	March 31, 2025	39.47	140.10	188.26	-	-	-	367.83
(iii) Disputed dues - Micro enterprises and small enterprises	March 31, 2026		-	-	-	-	-	-
	March 31, 2025		**-**	**-**	**-**	**-**	**-**	**-**
(iv) Disputed dues- Others	March 31, 2026		-	-	-	-	-	-
	March 31, 2026		-	-	-	-	-	-
Sub-total	March 31, 2026	85.97	353.12	131.78	45.20	-	-	616.07
	March 31, 2025	39.89	141.76	190.71	-	-	-	372.36
Total	March 31, 2026							**616.07**
	March 31, 2025							**372.36**

* Unbilled trade payables includes accruals which are not classified as provisions under Ind AS 37 “Provisions, Contingent Liabilities and Contingent Assets”

14 FINANCIAL LIABILITIES

OTHER CURRENT LIABILITIES

	As at March 31, 2026	As at March 31, 2025
Interest accrued on bank overdraft	0.48	-
Payables for Property, plant and equipment	-	23.76
Employee related payables	38.94	56.48
Total	**39.42**	**80.24**

15 PROVISIONS

Accounting policy

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Government of India has implemented 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, by consolidating 29 existing labour laws on 21 November 2025. The Ministry of Labour & Employment have published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in the regulations. The Labour Codes have prescribed a uniform definition of "Wages" to be used for the purpose of calculating employee benefits like gratuity and extending eligibility to fixed-term employees ("FTEs").

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Code on Social Security, 2020, in line with the notification of the Labour Codes with effect from 21 November 2025. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is determined by an independent actuary (using the Projected Unit Credit method) at the end of each year. The Company has considered a proposed restructuring of its employees compensation, and assessed the impact of the changes, consistent with the Labour Codes, the draft rules, FAQs and opinion obtained from the Company's advisors.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Statement of Profit and Loss in subsequent periods.

Past service costs are recognised in the Statement of profit and loss on the earlier of:

(a) The date of the plan amendment or curtailment; and

(b) The date that the Company recognises related restructuring costs.

Leave Encashment

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the Projected Unit Credit Method at the period-end. The Company presents the leave as a current liability in the balance sheet as it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

Estimates and assumptions

Defined benefit plan - Gratuity:

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post employment benefit obligation. The mortality rate is based on Indian Assured Lives Mortality (2012-14) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates."

(a) NON-CURRENT PROVISIONS

	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity	13.82	16.06
Total	**13.82**	**16.06**

(b) CURRENT PROVISIONS

	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity	0.67	0.15
Provision for compensated absences	17.35	17.63
Total	**18.02**	**17.78**

(c) GRATUITY

The Company operates a defined benefit plan viz. gratuity for its employees. Under the gratuity plan, every employee who has completed at least specified years of service gets a gratuity on departure at 15 days (minimum) of the last drawn salary for each completed year of service. The Scheme is unfunded.

Notes to the financial statements for the year ended March 31, 2026

((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	As at March 31, 2026	As at March 31, 2025
Current liability	0.67	0.15
Non-current liability	13.82	16.06
Net asset	**14.49**	**16.21**

I Changes in the net benefit obligation and fair value of plan assets are as follows :

	As at March 31, 2026	As at March 31, 2025
Balance as the begining of the year	16.21	-
Current service cost	5.57	3.08
Past service cost	0.90	-
Interest expense	0.61	-
Transfer in/ (out)	(8.53)	11.03
Total amount recognised in Statement of profit and loss	**(1.44)**	**14.11**
Experience adjustments	(0.29)	2.10
Total amount recognised in Other Comprehensive (Income)/Loss	(0.29)	2.10
Benefits paid	-	-
Balance as the end of year	**14.49**	**16.21**

II Significant assumptions

The principal actuarial assumptions were as follows :

	As at March 31, 2026	As at March 31, 2025
Discount rate	7.20%	6.70%
Salary growth rate	7.00%	8.00%
Normal retirement age	60 years	60 years
Mortality table	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Attrition rate	12%	5.00%

III Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

	As at March 31, 2026	As at March 31, 2025
Discount rate		
1.00% increase	Increase by 0.85	Increase by 0.97
1.00% decrease	Decrease by 0.94	Decrease by 1.08
Future salary increase		
1.00% increase	Decrease by 0.79	Decrease by 0.90
1.00% decrease	Increase by 0.73	Increase by 0.83
Attrition rate		
1.00% increase	Decrease by 0.01	Increase by 0.06
1.00% decrease	Increase by 0.01	Decrease by 0.06

The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous periods.

The following are the expected cash outflows to the defined benefit plan in future years:

	As at March 31, 2026	As at March 31, 2025
Within next 12 months	0.67	0.15
Between 2-5 years	3.55	5.24
Next 5 years	41.79	40.57

The average duration of the defined benefit plan obligation at the end of the reporting period is 6.81 years. (March 31, 2025 : 9.91 years)

16 OTHER LIABILITIES

OTHER CURRENT LIABILITIES

	As at March 31, 2025	As at March 31, 2025
Statutory dues and other liabilities*	18.95	14.43
Total	**18.95**	**14.43**

*includes tax deducted at source, provident fund, Profession tax and RCM liabilities etc.

17 REVENUE FROM OPERATIONS

Accounting policy

Revenue from contracts with customers:

Revenue from contracts with customers is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. Revenue is recognised when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primarily responsible for fulfilling the promise to provide the specified good or service and has discretion in establishing the price for the specified good or service. The Company collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

Revenue from Sale of goods

If the criteria for revenue recognition over-a-period of time is not met, the Company recognises revenue at a point-in-time. The point-in-time is determined when the control of the goods is transferred which is determined based on when the significant risks and rewards of ownership are transferred to the customer. Apart from this, the Company also considers its present right to payment, the legal title to the goods, the physical possession and the customer acceptance in determining the point in time when control has been transferred. Considering the nature of business and goods sold, warranty claims are not expected to arise and therefore, no provision for warranty is required to be made.

(a) REVENUE FROM CONTRACT WITH CUSTOMERS

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Revenue from sale of goods	966.51	169.89
Total revenue from operations	**966.51**	**169.89**

(b) DISCLOSURE PURSUANT TO IND AS 115: REVENUE FROM CONTRACT WIH CUSTOMERS

By category of contracts

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Over a period of time basis	-	-
At a point-in-time basis	966.51	169.89
Total revenue from contracts with customers	**966.51**	**169.89**

Revenue by geographical market

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Within India	966.51	169.89
Outside India	-	-
Total revenue from operations	**966.51**	**169.89**

Reconciliation between revenue recognised in Statement of profit and loss and contract price:

There is no variation between revenue recognised in Statement of profit and loss and contract price.

18 OTHER INCOME

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Interest income from financial assets at amortised cost		
Bank deposits	3.55	5.94
Security deposit	1.32	0.84
Total	**4.87**	**6.78**

19 STOCK IN TRADE

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Inventories at the beginning of the year	0.23	-
Add: Purchases	764.44	122.72
	764.67	**122.72**
Inventories at the end of the year	4.79	0.23
Total	**769.46**	**122.95**

20 CHANGES IN INVENTORIES OF STOCK IN TRADE

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Inventories at the beginning of the year		
Traded goods	0.23	-
	0.23	**-**
Less: inventories at the end of the year		
Traded goods	4.79	0.23
	4.79	**0.23**
Total	**(4.56)**	**(0.23)**

21 EMPLOYEE BENEFIT EXPENSES

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Salaries and wages	325.17	263.27
Contribution to provident and other funds	24.17	8.70
Gratuity expense (refer note 15)	1.44	3.08
Staff welfare expenses	1.95	0.07
Total	**352.73**	**275.12**

22 FINANCE COSTS

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Interest expense on OD facility	0.69	-
Lease liability interest	3.77	3.47
Total	**4.46**	**3.47**

23 OTHER EXPENSES

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Consumption of stores and spare parts	0.85	0.05
Power and fuel	1.75	0.72
Freight and forwarding charges	3.82	10.86
Advertisement and sales promotion	12.17	5.37
Sales and marketing support charges	10.00	29.69
Rates and taxes	0.65	0.40
Insurance	1.19	0.19
Repairs and maintenance:		
Computer	12.29	6.27
Travelling and conveyance	36.00	32.41
Legal and professional fees	67.44	15.48
Administrative support charges	15.00	32.30
Telephone and communication charges	1.20	1.50
Printing & Stationary	0.96	2.76
R&D/Testing Charges	10.51	-
Director Sitting Fee	5.20	-
Miscellaneous expenses	2.99	0.72
Total	**182.02**	**138.72**

Note: Payment to auditors

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
As auditor		
- Statutory audit fees	8.00	10.00
- Group reporting fees	1.00	-
Total	**8.00**	**10.00**

Note: Corporate Social Responsibility

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current period.

Notes to the financial statements for the year ended March 31, 2026
((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

24 LOSS PER SHARE

The following table reflects the income and loss per share data used in the basic and diluted LPS computation:

	For the year ended March 31, 2026	July 18, 2024 to March 31, 2025
Net Loss after tax attributable to the equity holders (a)	(553.90)	(475.92)
Weighted average number of shares considered for calculating basic LPS (b)	1,61,82,300	89,90,503
Weighted average number of shares considered for calculating diluted LPS (c)	1,61,82,300	89,90,503
Nominal value per share (Rs.)	10	10.00
Basic loss per share (d) = (a)/(b) (in Rs)	(3.42)	(5.29)
Diluted loss per share (e) = (a)/(c) (in Rs)	(3.42)	(5.29)

25 CONTINGENT LIABILITIES AND COMMITMENTS

A CONTINGENT LIABILITIES

Accounting policy

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Details of Contingent liabilities

The Company is a defendant in a legal proceeding initiated by an external entity in connection with certain claims relating to confidential/ proprietary information and related matters, in respect of which the plaintiff has sought injunctive relief and damages amounting to Rs. 100 lakhs together with applicable interest. An ex-parte interim injunction had initially been granted; however, the interim injunction petitions filed by the plaintiff were subsequently dismissed by the Madras High Court pursuant to an interim order dated April 30, 2026. The matter is currently subject to ongoing legal proceedings. Based on the current status of the case, the facts presently available, and legal advice obtained, management has assessed that no present obligation requiring recognition of a provision exists as at the reporting date. Also, the claims mentioned have no material impact on the business of the company. Accordingly, in accordance with the applicable accounting standards relating to provisions, contingent liabilities and contingent assets, no provision has been recognised in the financial statements.

B CAPITAL AND OTHER COMMITMENTS

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Nil.

26 LEASING ARRANGEMENTS

Accounting policy

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

WHERE THE COMPANY IS LESSEE:

Accounting policy

The Company has taken office premise on lease. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

(1) The contract involves the use of an identified asset;

(2) The Company has substantially all of the economic benefits from use of the asset through the period of the lease; and

(3) The Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises a Right-of-Use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The ROU assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

To determine the incremental borrowing rate, the Company:

- where possible, uses recent third-party financing received by the Company as a starting point, adjusted to reflect changes in financing conditions since third party financing was received.
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Company, which does not have recent third-party financing
- makes adjustments specific to the lease, for example, term, country, currency and security."

If a readily observable amortising loan rate is available to the individual lessee (through recent financing or market data) which has a similar payment profile to the lease, then the Company use that rate as a starting point to determine the incremental borrowing rate.

The lease liability is initially measured at present value of the future lease payments. The lease payments include fixed payments less any lease incentives receivable. Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

For a contract that contains a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Details of Leases:

The Company has taken office building on lease for a tenure of 3 years. There are no variable lease payments and residual value guarantees for these leases. The leases are renewable on mutually agreeable terms. At the expiry of the non-cancellable period of the lease term, either party has an option to terminate the agreement or extend the term by giving notice in writing.

Carrying amounts of lease liabilities and the movements during the period ended as follows:

	As at March 31, 2026	As at March 31, 2025
Opening	57.55	-
Additions (for new lease during the period)	-	71.92
Interest expense	3.76	3.47
Payments made	(25.77)	(17.84)
Lease liabilities at the end of the period	**35.54**	**57.55**
Current portion	27.12	25.83
Non-current portion	8.42	31.72
Total	**35.54**	**57.55**

Details of amounts recognised in Statement of Profit and Loss

	As at March 31, 2026	As at March 31, 2025
Amortisation expense of right-of-use assets	24.75	15.47
Interest expense on lease liabilities	3.76	3.47
Total amount recognised in Statement of profit or loss	**28.51**	**18.94**

27 RELATED PARTY DISCLOSURES

A Immediate Holding Company

Thermax Chemical Solution Private Limited

B Ultimate Holding Company

RDA Holding Private Limited

C Intermediate Holding Company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel

Mr. Dinesh Mandana -Director

Mr. Swapnil Dhumane- Director

Mr. Sandeep Prabhakar Deshpande– Director (w.e.f. 18/7/2024 up to 7/11 2025)

Mr. Mark David Greaves –Additional Director (w.e.f. 07/11/2025)

Mr. Deepak Rasiklal Parikh - Additional Director (w.e.f. 07/11/2025)

Mr. Kalkivayi Seshagiri Ravi Kumar- Additional Director (w.e.f. 07/11/2025)

Mr. Sandip Bikash Mukherjee - Additional Director (w.e.f. 07/11/2025)

Mr. Craig Brookes Edward – Director (w.e.f. 07/02/2025 up to 7/11/2025)

Mr. Mark Reymond Verinder –Director

Mr. Arvind Kumar Tiwari – CFO (w.e.f. 20/02/2025)

Mr. Venkataraman Srinivasan – CEO (w.e.f. 23/07/2025)

E Parties who have significant influence over the Company

Vebro Polymers Holdings Limited, UK

F Transactions with related parties:

a. Transactions during the period:

Particulars	2025-26	2024-25
Purchases of stock in hand		
Thermax Limited	770.18	122.41
Sales and marketing support charges		
Vebro Polymers Holdings Limited, UK	10.00	29.69
Administrative support charges		
Thermax Limited	15.00	32.30
Reimbursement of expenses		
Thermax Limited	12.75	107.25
Vebro Polymers Holdings Limited, UK	-	15.01
Reimbursement received		
Thermax Limited	16.50	26.10
Subscription for equity shares		
Thermax Chemical Solution Private Limited	-	810.73
Vebro Polymers Holdings Limited, UK	-	807.50
Purchase of property, plant and equipment and intangible assets		
Thermax Limited	-	21.21
Vebro Polymers Holdings Limited, UK	-	-
Remuneration to key management personnel*	142.71	73.63

* Does not include gratuity and leave encashment since the same is calculated for all employees of the Company as a whole.

G. Balances as at the year end:

Particulars	2025-26	2024-25
Trade payables		
Thermax Limited	562.54	306.61
Vebro Polymers Holdings Limited, UK	0.00	45.02
Other receivables		
Thermax Limited	42.60	26.10
Capital payable		
Thermax Limited	-	23.76
Employee related payables		
Remuneration to key management personnel	-	24.46

H Terms and conditions of related party transactions

All the transactions with related parties are assessed to be at arm's length price by the management. Outstanding balances at the year-end are unsecured and interest free except loans given and settlement occurs in cash.

There have been no guarantees provided or received for any related party receivables or payable.

In case of transactions with related parties during the year, the amounts are exclusive of applicable taxes.

Notes to the financial statements for the year ended March 31, 2026
((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

28 FAIR VALUE MEASUREMENTS

Category of financial instruments

(i) Financial assets

Details of financial assets carried at amortised cost

	As at March 31, 2026	As at March 31, 2025
Trade receivables	566.82	148.50
Other financial assets	61.24	17.31
Cash and cash equivalents	26.44	525.64
Total	**654.50**	**691.45**
Current assets	635.86	674.14
Non-current assets	18.64	17.31
Total	**654.50**	**691.45**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Details of financial liabilities carried at amortised cost

	As at March 31, 2026	As at March 31, 2025
Borrowings	250.26	-
Trade payables	616.07	372.36
Lease liabilities	35.54	57.55
Other financial liabilities	39.42	80.24
Total	**941.29**	**510.15**
Current liabilities	932.87	478.43
Non-current liabilities	8.42	31.72
Total	**941.29**	**510.15**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

29 Financial risk management

The Company's principal financial liabilities, comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations. Risk is inherent in the Company's activities but it is managed through a process of on going identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the Company reviews and agrees policies for managing each of these risks which are summarised below:

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk.

Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

a 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 is not currently exposed significantly to such risk.

b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to GBP.

Foreign exchange risk is managed on the basis of continuous assessment of current and expected exchange rate movements.

Foreign currency risk exposure:

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

	As at March 31, 2026	As at March 31, 2025
	-	45.02
Net exposure to foreign currency risk - asset/ liability	**-**	**45.02**

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in GBP exchange rates, with all other variables held constant. The impact on the Company's loss before tax is due to changes in the fair value of monetary liabilities.

	Impact on loss before tax	Impact on loss before tax
	As at March 31, 2026	As at March 31, 2025
GBP Sensitivity		
INR/GBP - Increase by 1%	-	(0.45)
INR/GBP - Decrease by 1%	-	0.45

Favourable impact shown as positive and adverse impact as negative.

The exposure to other foreign currencies is not significant to the Company's financial statements.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities and deposits and other balances with banks.

Trade receivables

Customer credit risk is managed subject to the Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous group and assessed for impairment collectively. The calculation is based on losses as per historical data. The maximum exposure to credit risk at the reporting date is the carrying value disclosed in notes 10.

Financial instruments and bank deposits

Credit risk from balances with banks and other financial assets are managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties having a good market reputation and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2026 and March 31, 2025 is the carrying amounts as disclosed in Note 8 to the financial statements.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2025 is the carrying amounts as disclosed in Note 10 to the financial statements.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, the Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. In addition, the Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements. The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

(i) Maturities of financial liabilities

The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

	< 1 year	1 to 3 years	> 3 years	Total
Non-derivative				
Borrowings	250.26	-	-	250.26
Trade Payables	616.07	-	-	616.07
Other financial liabilities				
Lease obligation	27.12	10.36	-	37.48
Other financial liabilities	39.42	-	-	39.42

Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

	As at March 31, 2026	As at March 31, 2025
Expiring within one year (bank overdraft and other facilities)	249.74	-

The bank overdraft facilities might be drawn at any time.Subject to the continuance of satisfactory credit ratings, the bank loan facilities might be drawn at any time in Rs. 249.74 lacs (March 31, 2025: Rs. NIL) and have an average maturity of 12 months (March 31, 2025: 12 months). The working capital limits are secured by hypothecation of current assets, including inventories and trade receivables excluding cash and cash equivalents.

30 CAPITAL MANAGEMENT

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long- term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. No changes were made in the objectives, policies or processes during the years ended March 31, 2026 and March 31, 2025. Capital represents equity attributable to equity holders of the Company.

The Company monitors capital using a gearing ratio which is net debt/ obligation dividend by total equity. The Company's policy is to keep the gearing ratio optimum.

	As at March 31, 2026	As at March 31, 2025
Book overdraft	250.26	-
Lease Liabilities	35.54	57.55
Less: Cash and cash equivalents(includes deposits with maturity of more than 3 months but less than 12 months)	(26.44)	(525.64)
Net debt	**259.36**	**(468.09)**
Equity attributable to equity holders of the parent	566.28	1,119.89
Capital and net debt	**825.64**	**651.80**
Gearing ratio**	**46%**	**NA**

** Gearing ratio is not calculated as the cash and cash equivalents is higher than the lease liabilities and borrowings for March 31, 2025.

31 OTHER STATUTORY INFORMATION

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property; under the Prohibition of Benami Property Transactions Act, 1988 (as amended from time to time) (formally the Benami Transaction (Prohibition) Act, 1988 (45 of 1988)) and Rules made there under.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with Register of Companies beyond the statutory period.

(iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the current period.

(iv) The Company has not made 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);

(v) The Company has not been declared wilful defaulter by any bank or financial institution or any government authorities.

(vi) The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(vii) The Company has not entered into any scheme of arrangement which has an accounting impact on current period.

(viii) Utilisation of borrowed funds and share premium:

A. 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:

   a. 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

   b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

B. 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:

   a. 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

   b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

Notes to the financial statements for the year ended March 31, 2026

((All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A. 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:

   a. 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

   b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

B. 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:

   a. 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

   b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(ix) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(x) The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were was taken.

(xi) The Group, as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has 1 (One) Core Investment Company as part of the Group.

(xii) The Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account

(xiii) Secured loans pertain overdraft with ICICI Bank at the interest rate of (Bank repo rate + 3.1%) p.a. availed for working capital purpose. This is secured by hypothecation of the current assets of the Company, namely receivables and inventory excluding cash and cash equivalents. During the year, the Company was in breach of a debt covenant as of March 31, 2026, which was subsequently waived by the bank..

32 SEGMENT REPORTING

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz "Sale of chemicals". Hence the Company does not have any reportable segment as per Ind AS - 108 "Operating Segments".

33 ANALYTICAL RATIOS

S.No.	Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	Variance	Note
1	Current Ratio	Current Assets	Current Liabilities	0.85	1.42	-40%	1
2	Debt-Equity Ratio	Total debt (including current maturities of long term borrowings and lease liabilities)	Shareholders' Equity	0.44	-	-	2
3	Debt Service Coverage Ratio	Earnings available for debt service (Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of PPE etc.)	Debt Service (Interest & Lease Payments + Principal Repayments)	(12.74)	(20.17)	-37%	3
4	Return on equity ratio	Loss after tax and exceptional items	Average Shareholder's Equity	-65.70%	-42.50%	55%	4
5	Return on investment	Earning before interest and taxes	Average total assets	-33.95%	-28.15%	21%	
6	Return on capital employed	Earning before interest and taxes	Capital employed*	-384.30%	-187.63%	105%	5
7	Net Profit Ratio	Net Profits/(loss) after taxes	Revenue from contracts with customers	-57.31%	-280.13%	-80%	6
8	Inventory turnover Ratio	Cost of good sold	Average inventories	304.83	533.57	-43%	7
9	Trade Receivables turnover Ratio	Revenue from contracts with customers	Average trade receivable	2.70	1.14	136%	8
10	Trade payables turnover Ratio	Total Supplier Purchase	Average trade payables	1.55	0.33	369%	9
11	Net capital turnover Ratio	Revenue from contracts with customers	Working Capital**	(26.03)	0.79	-3391%	10

* Capital employed = Tangible Net Worth + Total Debt + Deferred Tax Liability

**Working Capital = Average of total current assets - total current liabilities

Notes:

1. Liquidity eased as borrowings and payables increased while cash reduced.
2. Higher leverage reflects new borrowings and accumulated losses impacting equity.
3. Coverage remained negative as operating losses and finance costs outweighed cash generation.
4. Losses widened relative to equity base.
5. Increased EBIT losses magnified the ratio.

6. Though still negative, ratio improved as revenue scaled up faster than expense growth.

7. The variation is on account of increase in inventory compared to previous year which was first year of operation of company.

8. Improved collections as revenue rose and receivables were better managed, reducing outstanding days.

9. Faster creditor settlement despite higher purchases, reflecting disciplined payments.

10. Negative working capital distorted turnover.

34 DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER MSMED ACT, 2006

Dues to small-scale industrial undertakings have been worked out on the basis of information available with the Management.

Particulars	As at March 31, 2025	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro enterprises and small enterprises*	0.13	4.53
- Interest due thereon	-	-
The amount of interest paid by the Company 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	-	-
The amount of payment made to the supplier beyond the appointed day during the year	-	-
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	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
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.	-	-

* Information in this regard is on basis of intimation received, on requests made by the Company, with regards to registration of vendors under the MSMED Act, 2006.

35 (A) COMPLIANCE WITH SECTION 143 (3) FOR MAINTENANCE OF BOOKS OF ACCOUNT

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

Proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept by the Company and the backup of books and papers maintained on file servers has maintained on servers physically located in India on daily basis.

(B) COMPLIANCE WITH SECTION 143 (3) FOR AUDIT TRAIL

The Company has used accounting software for maintaining its books of account 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:

a) the audit trail is maintained in case of modification by certain users with specific access at the application level only from May 22, 2025.

b) the audit trail is activated at the database level, however database log does not capture pre-modified values.

36 An independent review for assessing compliance with Transfer Pricing Rules for the years ended March 31, 2025 and March 31, 2026 is under progress. On the basis of self-assessment of the operation during the year, the management does not expect any significant deviations from the requirements of the aforesaid Transfer Pricing Rules.

37 The company does not have any subsidiaries, joint ventures or associate companies. Accordingly, the company is not required to prepare consolidated financial statements under Section 129(3) of the Companies Act, 2013.

For Price Waterhouse Chartered Accountants LLP
Firm Registration No. : 012754N/N500016

Rakesh Khandelwal
Partner
Membership No. 134593

Place: Pune
Date: May 05, 2026

For and on behalf of the Board of Directors of
Thermax Vebro Polymers India Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110
Place : Pune

Swapnil Vitthal Dhumane
Director
DIN: 10646109
Place : Pune

Srinivasan V
Chief Executive Officer
Place: Chennai

Arvind Tiwari
Chief Financial Officer
Place: Chennai

Anamitra Basu
Company Secretary
M. No.: A66786
Place: Pune

Date: May 05, 2026

Fortmax Chemicals India Private Limited

Board of Directors

Mr. Rajendran Arunachalam
(w.e.f., April 16, 2025)
Mr. Zahaan Pudumjee
(w.e.f., April 16, 2025)
Mr. Dinesh Mandhana
Mr. Swapnil Dhumane
(Till November 12, 2025)
Mr. Julio Fortunato
(w.e.f. October 8, 2025)
Mr. Filippo Fortunato
(w.e.f. October 8, 2025)

Registered Office & Corporate Office

S No. 14/D, F P No. 32/33, Wakdewadi Mumbai-Pune Road, Khadki, Pune, Pune City, Maharashtra, India, 411003

Auditors

Price Waterhouse
Chartered Accountants LLP
7th Floor, Business Bay, Tower A,
Wing -1, Airport Road,
Yerwada, Pune 411006

Key Managerial Personnel

Ms. Neelakshi Sinfal
(CS w.e.f., November 12, 2025)

Bankers

ICICI Bank Limited
CitiBank NA

DIRECTORS' REPORT

Dear Shareholders,

The Directors present their First Annual Report of the Company for the year ended March 31, 2026.

INCORPORATION

Your Company was incorporated on April 11, 2025.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	April 11, 2025 to March 31, 2026*
Total income	33.43
Profit/(Loss) before depreciation	(147.33)
Depreciation and Amortisation	0.22
Profit/(Loss) before tax	(147.55)
Provision for taxation (incl. deferred tax)	1.18
Profit/(Loss) after tax	(148.73)

**Since this is the first year of the Company, there are no corresponding previous year's figures*

STATE OF COMPANY'S AFFAIRS

The Company is a subsidiary of Thermax Chemical Solutions Private Limited.

The Company is currently in the project implementation and pre-operative phase and is progressing with the setup of its manufacturing facilities, including installation of plant and machinery and implementation of licensed technology. Accordingly, no revenue from operations has been recorded for the period from April 11, 2025 to March 31, 2026.

The income recognized during the period pertains solely to other income and does not relate to the Company's principal business activities. The Company has incurred a loss of Rs. 148.73 lakhs during the period, primarily on account of pre-operative and administrative expenses.

OPERATIONS

The Company is engaged in the manufacture of specialty polymers and chemical formulations, including acrylics, PVAC, PAA, UPR, emulsions, alkyds, polyurethanes and epoxy systems, catering to diverse industries such as construction, paints and coatings, pulp and paper, adhesives, leather and textiles.

MATERIAL CHANGES AFFECTNG FINANCIAL POSITION OF THE COMPANY

No material changes and commitments occurred after the close of the year till the date of this report, which affect the financial position of the Company.

CHANGE IN NATURE OF BUSINESS

There is no change in nature of business during the year under review

HEALTH & SAFETY

The Company is committed to follow highest Safety and Health standards.

DIVIDEND

In view of losses incurred, the Directors do not recommend any dividend on equity shares for the year.

AMOUNT PROPOSED TO BE CARRIED TO RESERVES

The Company does not propose to transfer any amount to general reserve.

SHARE CAPITAL

The Company had been incorporated with an authorised share capital of Rs. 15 crores. Pursuant to the Extra-Ordinary General Meeting held on October 29, 2025, the Authorised Share Capital of the Company was increased to Rs. 100 crores. The present paid-up share capital of the Company is Rs. 55.13 crores. The members of the Company at their Extra-Ordinary General Meeting held on September 1, 2025, approved issuance of 44,10,000 equity shares on private placement basis to Oswaldo Cruz Quimica Industria E Comercio Ltda. constituting 49% of the paid-up share capital of the Company. Accordingly, Thermax Chemical Solutions Private Limited and Oswaldo Cruz Quimica Industria E Comercio Ltda. hold 51% and 49% equity share capital of the Company respectively.

During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

PUBLIC DEPOSITS

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. Consequently, it has no unpaid / unclaimed deposit(s) as on March 31, 2026.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year Company has not given loans, guarantees and investments covered under the provisions of Section 186 and Section 134(3) (g) of Companies Act 2013.

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan to persons in the employment of the Company including its Directors or Key Managerial Personnel, in order to purchase or subscribe shares of the Company.

ANNUAL RETURN

The Company does not have a website and hence in terms of provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 are not applicable.

Fortmax Chemicals India Private Limited

SUBSIDIARY / ASSOCIATE / JOINT VENTURE COMPANY

Your Company does not have any Subsidiary / Associate / Joint Venture company and there was no change in the position during the financial year 2025-26.

BUSINESS RISK MANAGEMENT & STATEMENT ON DEVELOPMENT AND IMPLEMENTING RISK MANAGEMENT POLICY INCLUDING THE IDENTIFICATION OF RISK BY THE BOARD AND STRATEGY TO MITIGATE THE RISK

The Company has identified and classified its key risks pertaining to the core business and has a broad framework in place for effective risk identification, review and mitigation. The Company will continue to actively monitor and strengthen its risk management framework.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has adequate internal financial controls and those are operating effectively. Due to the increase in the paid-up share capital of the Company, Section 138 of the Companies Act, 2013 has become applicable to the Company, pursuant to the same, the Company has appointed Mr. Tushar Dahale as the Internal Auditor of the Company w.e.f., January 28, 2026.

CORPORATE SOCIAL RESPONSIBILITY

The Company does not fall under the criteria defined under Section 135 of the Companies Act, 2013 as on March 31, 2026. Hence, the Corporate Social Responsibility provisions are not attracted.

DIRECTORS

The Board of Director of the Company comprises of 5 Directors viz., as on March 31, 2026. In accordance with the provisions of the Companies Act, 2013, Mr. Rajendran Arunachalam (DIN: 08446343), retires by rotation and being eligible, offers himself for re-appointment.

Following are the changes in Board composition during FY 2025-26.

Sr. No.	Name of Director	Appointment/ Resignation	Directorship/ Category	Effective date	Whether the change has been approved by members
1.	Mr. Rajendran Arunachalam	Appointment	Non-Executive Director	April 16, 2025	Approved in EOGM held on September 1, 2025
2.	Mr. Zahaan Pudumjee	Appointment	Non-Executive Director	April 16, 2025	Approved in EOGM held on September 1, 2025
3.	Mr. Julio Fortunato	Appointment	Non-Executive Director	October 8, 2025	Approved in the EOGM held on October 29, 2025.
4.	Mr. Filippo Fortunato	Appointment	Non-Executive Director	October 8, 2025	Approved in the EOGM held on October 29, 2025.
5.	Mr. Swapnil Dhumane	Resignation	Non-Executive Director	November 12, 2025	Not required

The Board noted and accepted the separation and thanked Mr. Dhumane for his contribution to the Company.

During the year, the paid-up share capital of the Company exceeded Rs. 10 crores, pursuant to issuance and allotment of shares to Oswaldo Cruz Quimica Industria E Comercio Ltda., thereby, attracting the requirement under Section 149(4) of the Companies Act, 2013 read with Rule 4 of Companies (Appointment and Qualifications of Director) Rules, 2014, to appoint atleast two independent directors on the Board of the Company. The Company is in the process of identifying suitable candidate for the said position to ensure compliance within prescribed timelines.

PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND DIRECTORS

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its performance.

CHANGE IN KEY MANAGERIAL PERSONNEL (KMP)

In terms of Section 203 of the Companies Act, 2013, the Company was required to appoint Company Secretary within a period of six months from the date of increase in share capital. In compliance of the same, the Board of Directors at their Meeting held on November 12, 2025, appointed Ms. Neelakshi Sinfal (ACS: A77341) as the Company Secretary and Key Managerial Personnel (CS & KMP) of your Company.

BOARD MEETINGS

During the year, the Board met seven times and the intervening gap between the meetings was within the period prescribed under the Companies Act, 2013. Attendance details of the Board are as follows:

Name of Director	Board meetings						
	April 16, 2025	July 9, 2025	July 22, 2025	August 29, 2025	October 8, 2025	November 12, 2025	January 28, 2026
Mr. Dinesh Mandhana	P	P	P	P	P	P	P
Mr. Swapnil Dhumane#	P	P	P	P	P	P	NA
Mr. Rajendran Arunachalam*	NA	P	P	P	P	P	A
Mr. Zahaan Pudumjee*	NA	P	P	P	P	P	P
Mr. Julio Fortunato @	NA	NA	NA	NA	NA	P	P
Mr. Filippo Fortunato @	NA	NA	NA	NA	NA	P	P

P – Present, A – Absent, NA- Not Applicable

*Mr. Rajendran Arunachalam and Mr. Zahaan Pudumjee were appointed as Directors w.e.f. April 16, 2025

@Mr. Julio Fortunato and Mr. Filippo Fortunato were appointed as Directors w.e.f. October 8, 2025

#Mr. Swapnil Dhumane resigned w.e.f., November 12, 2025

COMMITTEES OF THE BOARD

During the year, the paid-up share capital of the Company exceeded Rs. 10 crores, pursuant to issuance and allotment of shares to Oswaldo Cruz Quimica Industria E Comercio Ltda. thereby, attracting the requirement under Section 177 and 178 of the Companies Act, 2013 read with Rule 4 of Companies (Appointment and Qualifications of Director) Rules, 2014 to constitute:

1. Audit Committee: with minimum three directors and majority to be independent directors

2. Nomination & Remuneration Committee: with three or more non-executive directors out which not less than half must be independent directors.

The Company will constitute the said committee upon appointment of Independent Directors.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3) (c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

(c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The Directors have prepared the annual accounts on a going concern basis;

(e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively; and

(f) The 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.

SECRETARIAL STANDARDS

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) as amended from time to time.

STATUTORY AUDITORS

During the year, the Board of Directors at their Meeting held on July 9, 2025 appointed M/s. Price Waterhouse Chartered Accountants, LLP (Firm Registration No.: 012754N/N500016) as the First Auditors of the Company till the conclusion of the First Annual General Meeting of the Company.

SECRETARIAL AUDITORS

As the paid-up share capital of the Company has crossed Rs. 50 crores, Secretarial Audit is applicable to the Company for FY 2026-27.

COST AUDITORS

Cost Audit is not applicable to the Company as on March 31, 2026.

COST RECORDS APPLICABILITY

The provisions relating to maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 were not applicable on the Company during the financial year.

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE COMPANIES ACT, 2013

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Board for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3) (h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 1 in Form No. AOC-2 and the same forms part of this report.

A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the Financial Statements.

ANNUAL RETURN

The Company does not have a website and hence in terms of provisions of Section 92 of the Companies Act, 2013 the requirement of publishing Annual Return is not applicable.

CONSERVATION OF ENERGY

The Company is committed to conservation of energy and contributes in activities taken by the Parent Company.

Sr. No	Particulars	Details
A.	Steps taken on conservation of energy	NIL
B.	Impact on conservation of energy	
C.	Steps taken by the Company for utilizing the alternate source of energy	
D.	Capital investment on energy conservation equipments	

FOREIGN EXCHANGE EARNINGS AND OUTGO

Information pertaining to foreign exchange earnings and outgo as per Section 134 (3) (m) of the Companies Act, 2013 is as given below:

(Rs. in Lakh)

Particulars	March 31, 2026*
Earnings	Nil
Revenue	Nil
Expenditure	Nil
Capital Expenditure**	2,659.36

*Since the Company was incorporated on April 11, 2025, there are no corresponding previous year's figures

** Purchase of Technology against which Company has issued shares net of TDS @ 15%

PARTICULARS OF EMPLOYEES

The total number of permanent employees on the rolls of the Company as on March 31, 2026 was three (3). The information as required under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, will be made available upon request.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year there are no significant material orders passed by the Regulators / Courts which would adversely impact the going concern status of the Company and its operations in future.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to provide a safe and conducive work environment to its employees.

There were no cases pending at the beginning of the year / filed during the year, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

A.	Number of Sexual Harassment Complaints received	Nil
B.	Number of Sexual Harassment Complaints disposed off	Nil
C.	Number of Sexual Harassment Complaints beyond 90 days	Nil

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

There was no such instance occurred during the period under review.

Fortmax Chemicals India Private Limited

NUMBER OF EMPLOYEES AS ON CLOSURE OF FINANCIAL YEAR

A. Male – Three (3)

B. Female - Nil

C. Transgender - Nil

A STATEMENT BY THE COMPANY WITH RESPECT TO THE COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFIT ACT, 1961

During the financial year under review, no employee of the Company availed maternity benefit under the provisions of the Maternity Benefit Act, and accordingly, no maternity benefit was paid.

TECHNOLOGICAL ABSORPTION

The Company is committed to its efforts to absorb technology in its daily consumption.

Sr. No	Particulars	Details
A.	Efforts made towards technology absorption	The Company has entered into a Technology License Agreement with Oswaldo Cruz Quimica Industria e Comercio Ltda (OCQ), Brazil, and has initiated steps towards technology absorption, including evaluation of technical documentation, planning of plant design in line with licensed process requirements, and coordination with the technology provider for absorption of technical know-how. The Company is concurrently undertaking plant construction and installation activities required for implementation of licensed technology.
B.	Benefits derived like product improvement, cost reduction, product development, or import substitution	During the year, the Company has not commenced commercial operations and accordingly, no benefits have been derived. Upon successful commissioning, licensed technology is expected to enable manufacturing of specialized chemical products, improve process efficiencies.
C.	In case technology imported during the last 3 years	Yes
	i. Details of technology imported	Technology license for manufacturing of specified chemical molecules/products obtained from Oswaldo Cruz Quimica Industria e Comercio Ltda (OCQ), Brazil, pursuant to a Technology License Agreement dated 13 August 2025.
	ii. Year of import	FY 2025-26
	iii. Whether the technology is fully absorbed	No
	iv. If not absorbed, areas where absorption has not taken place and the reason thereof	The technology absorption is in progress. The Company is in the plant setup and installation phase, and the licensed technology is yet to be fully implemented. Complete absorption is dependent on completion of plant construction, trial production, and stabilization of manufacturing processes.
D.	Expenditure incurred on R&D	The Company is in the project implementation stage and has not incurred any material research and development expenditure during the year. Expenditure incurred towards acquisition of technology has been capitalised as “Intangible Assets under Development” and “Other Non-Current Assets (Capital Advances)” in accordance with applicable accounting standards.

THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year there were no applications made or proceedings pending under the Insolvency and Bankruptcy Code, 2016.

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the support extended by the Company’s customers, vendors and bankers during the year and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors of
Fortmax Chemicals India Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Dinesh Mandhana
Director
DIN: 10646110

Place: Pune
Date : April 28, 2026

Place : Brazil

Annexure 1

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

The Company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis:

There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 23 to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
Fortmax Chemicals India Private Limited

Rajendran Arunachalam
Director
DIN: 08446343

Place: Pune
Date : April 28, 2026

Dinesh Mandhana
Director
DIN: 10646110

Place : Brazil

Fortmax Chemicals India Private Limited

Independent Auditors' Report

To the Members of Fortmax Chemicals India Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Fortmax Chemicals India Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the period from April 11, 2025 to March 31, 2026, and notes to the financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and total comprehensive income (comprising of loss and other comprehensive income), and its cash flows for the period from April 11, 2025 to March 31, 2026.

Basis for Opinion

3. We conducted our audit 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 "Auditors' Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditors' report thereon.

   Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

5. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

6. In preparing the financial statements, Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

7. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' responsibilities for the audit of the financial statements

8. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

9. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - 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 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 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 auditors' 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 auditors' 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.

10. 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.

11. 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.

Report on other legal and regulatory requirements

12. 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, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

13. As required by Section 143(3) of the Act, we report that:

    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid financial statements comply with the 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 maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above and paragraph 13 (h)(vi) below.

    (g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

    (h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

        i. The Company does not have any pending litigations which would impact its financial position;

        ii. The Company was not required to recognise a provision as at March 31, 2026 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any long-term derivative contracts as at March 31, 2026.

        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, as disclosed in Note 29 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

            (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 29 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

        v. The Company has not declared any dividend during the period.

        vi. Based on our examination, which included test checks, the accounting software used by the Company did not have a feature of audit trail (edit log) facility and, therefore, the question of our commenting on whether the audit trail feature had operated during the year or was tampered with does not arise. As the current financial year is the first year of incorporation of the Company, reporting on the Company's preservation of audit trail as per the statutory requirements for record retention does not apply.

14. The Company has not paid any remuneration to its directors during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593

UDIN: 26134593XMRBPZ3168
Place: Pune
Date: April 28, 2026

Fortmax Chemicals India Private Limited

Annexure A to Independent Auditors' Report

Referred to in paragraph 13(g) of the Independent Auditors' Report of even date to the members of Fortmax Chemicals India Private Limited on the financial statements as of and for the period ended March 31, 2026.

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Fortmax Chemicals India Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the period ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 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

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 financial statements, whether due to fraud or error.

5. 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to 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 controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls 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.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593

UDIN: 26134593XMRBPZ3168
Place: Pune
Date: April 28, 2026

Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of Fortmax Chemicals India Private Limited on the financial statements for the period ended March 31, 2026.

In terms of the information and explanations sought by us and furnished by the Company, and the books of account and records examined by us during the course of our audit, and to the best of our knowledge and belief, we report that:

i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.

(B) The Company is maintaining proper records showing full pars134ticulars of Intangible Assets.

(b) The Property, Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The Company does not hold any immovable properties (Refer Note 3 to the financial statements) Accordingly, reporting under clause 3(i) (c) of the Order is not applicable to the Company.

(d) The Company has not revalued its Property, Plant and Equipment during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements, does not arise.

ii. (a) The current financial year being the first year of incorporation of the Company. The Company has not started its business operations during the year and, consequently, it does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and, accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

iii. The Company has not made any investments, granted secured/ unsecured loans/advances in nature of loans, or stood guarantee, or provided security to any parties. Therefore, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is regular in depositing the 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 statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

viii. The Company was incorporated during the financial year ended March 31, 2026, and there have been no tax assessments under the Income-tax Act, 1961 during the year. Accordingly, the question of our commenting on whether there were any transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year, does not arise.

ix. (a) As the Company did not have any loans or other borrowings from any lender during the year, the reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not raised funds on short-term basis. Accordingly, reporting under clause 3(ix) (d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has made a private placement of shares during the year, in compliance with the requirements of Section 42 and Section 62 of the Act. The funds raised have been used for the purpose for which funds were raised.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details

of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. In our opinion, the Company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Act.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the directors. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India. Accordingly, the additional reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 has one CICs as part of the Group.

xvii. The Company has incurred cash losses of Rs. 168.40 lakhs in the financial year. The current financial year being the first year of incorporation of the Company, reporting under Clause (xvii) to the extent it relates to the immediately preceding financial year, is not applicable to the Company.

xviii. There has been no resignation of the statutory auditors during the year and, accordingly, the reporting under clause 3(xviii) of the Order is not applicable.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx. The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. As stated in Note 32 to the Financial Statements, the Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593

UDIN: 26134593XMRBPZ3168
Place: Pune
Date: April 28, 2026

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakhs , except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026
Assets		
I. Non-current assets		
Property, plant and equipment	4 (a)	3.01
Capital work-in-progress	4 (a)	949.13
Intangible assets under development	4 (b)	2,465.22
Other non-current assets	5	238.40
Total non-current assets		**3,655.76**
II. Current assets		
Financial assets		
(a) Investments	6	1,449.43
(b) Cash and cash equivalents	7	26.05
(c) Other financial assets	8	4.18
Other current assets	9	637.53
Total current assets		**2,117.19**
Total Assets		**5,772.95**
Equity and Liabilities		
I. Equity		
Equity share capital	10	5,513.17
Other equity	11	(230.60)
Total equity		**5,282.57**
II. Non-current liabilities		
Provisions	12 (a)	3.50
Total non-current liabilities		**3.50**
III. Current liabilities		
Financial liabilities		
(a) Trade payables		
Total outstanding dues of micro enterprises and small enterprises	13	16.11
Total outstanding dues of creditors other than micro enterprises and small enterprises	13	129.51
(b) Other financial liabilities	14	325.58
Other liabilities	15	10.77
Provisions	12 (b)	4.62
Current tax liabilities (net)	16	0.29
Total current liabilities		**486.88**
Total Equity and liabilities		**5,772.95**
Summary of material accounting policies	2	
Summary of critical accounting estimates and judgements	3	

The accompanying notes are an integral part of these financial statements

Statement of profit and loss for the period of April 11, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	Note No	April 11, 2025 to March 31, 2026
Income		
Revenue from Operations		-
Other income	17	33.43
Total income (I)		**33.43**
Expenses		
Employee benefits expense	18	39.33
Finance cost	19	0.14
Depreciation and amortisation expense	4 (c)	0.22
Other expenses	20	141.29
Total expenses (II)		**180.98**
Loss before tax (III) = (I) - (II)		**(147.55)**
Tax Expense		
Current tax		**1.18**
Deferred tax		-
Total Tax Expense (IV)		**1.18**
Loss for the period (V) = (III) - (IV)		**(148.73)**
Other comprehensive income		
Items that will not be reclassified to profit or loss		
Re-measurement gains (losses) on defined benefit plans		(0.89)
Less: Income tax effect		-
Net other comprehensive income for the period (net of tax)		**(0.89)**
Total comprehensive income for the period (net of tax)		**(149.62)**
Loss per equity share (Nominal value per share Rs. 10/- each)		
Basic	21	(0.64)
Diluted	21	(0.64)

Summary of material accounting policies

Summary of critical accounting estimates and judgements

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593

Place: Pune
Date: April 28, 2026

For and on behalf of the Board of Directors of Fortmax Chemicals India Private Limited

Dinesh Mandhana
Director
DIN: 10646110

Rajendran Arunachalam
Director
DIN: 08446343

Neelakshi Sinfal
Company Secretary
Membership No: A77341

Rajesh Shete
Chief Executive Officer

Abdulmajid Khatri
Chief Financial Officer

Place: Brazil
Date: April 28, 2026

Place: Pune
Date: April 28, 2026

Fortmax Chemicals India Private Limited

Statement of changes in equity for the period of April 11, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

A Equity Share Capital

Particulars	Note No.	No. of Shares	As at March 31, 2026
Balance at April 11, 2025	**10**	**-**	**-**
Changes in equity shares capital during the period	10	55,131,686	5,513.17
Balance at the end of the period	**10**	**55,131,686**	**5,513.17**

B Other Equity

Particulars	Reserves and surplus (Retained Earnings)	Total
As at April 11, 2025	**-**	**-**
Loss for the year	(148.73)	(148.73)
Other Comprehensive Income (net)	(0.89)	(0.89)
Total comprehensive income	**(149.62)**	**(149.62)**
(Less): Cost related to issue of own equity instruments	(80.98)	(80.98)
As at March 31, 2026	**(230.60)**	**(230.60)**

The above Statement of changes in equity should be read in conjunction with the accompanying notes.

Summary of material accounting policies	2
Summary of critical accounting estimates and judgements	3

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593

Place: Pune
Date: April 28, 2026

For and on behalf of the Board of Directors of
Fortmax Chemicals India Private Limited

Dinesh Mandhana
Director
DIN: 10646110

Rajendran Arunachalam
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DIN: 08446343

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Company Secretary
Membership No: A77341

Rajesh Shete
Chief Executive Officer

Abdulmajid Khatri
Chief Financial Officer

Place: Brazil
Date: April 28, 2026

Place: Pune
Date: April 28, 2026

Statement of cash flows for the period of April 11, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	Particulars	April 11, 2025 to March 31, 2026
A)	**Cash flows from operating activities**	
	Loss before tax	(147.55)
	Adjustments to reconcile loss before tax to net cash flows:	
	Depreciation and amortisation expense	0.22
	Interest on bank deposits	(8.90)
	Interest expense	0.14
	Fair value gain on mutual funds at fair value through profit or loss	(19.89)
	Gain on sale or redemption of investments designated at fair value through profit and loss	(4.64)
	Cash flows before working capital changes	**(180.62)**
	Working capital adjustments	
	(Increase) in other assets	(637.53)
	(Increase) in other financial assets	(4.18)
	Increase in trade payables	145.48
	Increase in other financial liabilities	7.94
	Increase in provisions	7.23
	Increase in other liabilities	10.77
		(470.29)
	Cash used in operations	**650.91**
	Direct taxes paid	(0.89)
	Net cash flow used in operating activities	**(651.80)**
B)	**Cash flows from/ (used in) investing activities**	
	Purchase of property, plant and equipment and intangible assets	(1,077.89)
	Purchase of investments	(1,899.90)
	Proceeds from sale of investments	475.00
	Interest income from bank deposits	8.90
	Net cash flows used in investing activities	**(2,493.89))**
C)	**Cash flows from/ (used in) financing activities**	
	Proceeds from issue of equity shares	3,252.72
	Cost related to issue of own equity instruments	(80.98)
	Net cash flows from financing activities	**3,171.74**
	Net increase in cash and cash equivalents	**26.05**
	Cash and cash equivalents at the beginning of the period	-
	Cash and cash equivalents at the end of the period	**26.05**
	Non-cash financing and investing activities	
	Purchase of intangible asset through the issue of equity shares	2,260.45

Reconciliation of cash and cash equivalents as per the statement of cash flows:

	Note No.	As at March 31, 2026
Balances with banks		
in current accounts	7	26.05
Total cash and cash equivalents		**26.05**

The above statement of cash flows has been prepared under the "indirect method" as set out in Ind AS 7 'Statement of cash flows'

Summary of material accounting policies

Summary of critical accounting estimates and judgements

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593

Place: Pune
Date: April 28, 2026

For and on behalf of the Board of Directors of Fortmax Chemicals India Private Limited

Dinesh Mandhana
Director
DIN: 10646110

Rajendran Arunachalam
Director
DIN: 08446343

Neelakshi Sinfal
Company Secretary
Membership No: A77341

Rajesh Shete
Chief Executive Officer

Abdulmajid Khatri
Chief Financial Officer

Place: Brazil
Date: April 28, 2026

Place: Pune
Date: April 28, 2026

Fortmax Chemicals India Private Limited

Notes to financial statement for the period of April 11, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

1 Corporate information

Fortmax Chemicals India Private Limited ('the Company'), is in the business of manufacturing, producing, processing, buying, selling, importing, exporting, distributing, and dealing in of high performance chemicals mainly acrylics. The Company is a private limited company incorporated under the provisions of The Companies Act, 2013 ("the act") and domiciled in India.. The address of its registered office is S NO 14/D F.P.NO 32(33), Wakdewadi Mumbai Pune Road, Khadki, Pune City, Pune- 411003, Maharashtra. The Board of Directors have approved these standalone financial statements on April 28, 2026. The CIN of the Company is U20290PN2025PTC240620.

2 Material accounting policies

2.1 Basis of preparation and measurement

(a) Basis of preparation

The financial statements have been prepared in accordance with the 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 (the Act) (as amended from time to time), (Ind AS compliant Sch III), as applicable to the financial statements.

The preparation of the financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are critical to the financial statements are disclosed in note 3.

b. Basis of measurement

The financial statements have been prepared on the accrual and going concern basis under historical cost convention except certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

2.2 Summary of material accounting policies

a. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification. The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b. Foreign currencies

The Company's financial statements are prepared in Indian Rupees (Rs.), which is also the functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

c. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. The Company applies fair value measurement when an Ind AS requires or permits fair value measurement for disclosures about fair value measurements except for Ind AS which prescribe measurement and disclosures such as:

a) Share based payment transactions covered by Ind AS 102 - "Share based payments";

b) Leasing transactions covered by Ind AS 116 - "Leases".

In such cases, 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. In addition or further, fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Notes to financial statement for the period of April 11, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes:

- Quantitative disclosures of fair value measurement hierarchy (Refer note 25);
- Financial instruments (including those carried at amortised cost) (Refer note 25).

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

d. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss)
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to present subsequent changes in fair value in other comprehensive income.

At initial recognition, the Company measures a financial asset (excluding trade receivables which do not contain a significant financing component) at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Company classifies its instruments:

(i) Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in income in the Statement of profit and loss. The losses arising from impairment are recognized in the Standalone Statement of Profit and Loss.

(ii) Debt instrument at fair value through profit or loss (FVTPL)

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity investments:

All equity investments in scope of Ind AS 109 - "Financial Instruments", are subsequently measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Financial liabilities

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortised cost.

All changes in fair value of financial liabilities classified as FVTPL is recognised in the Statement of profit and loss. Amortised cost category is applicable to loans and borrowings, trade and other payables. After initial recognition the financial liabilities are measured at amortised cost using the EIR method. Gains and losses are recognized in profit and 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 cost that are integral part on EIR. The EIR amortisation is included as finance cost in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.3 Changes in accounting policies and disclosures

(a) New and amended standards

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after April 01, 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

The Ministry of Corporate Affairs vide notification dated May 07, 2025 and August 13, 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after April 01, 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1

As a result of the adoption of the amendments to Ind AS 1, the Company changed its accounting policy for the classification of borrowings:

Borrowings are classified as current liabilities unless, at the end of the reporting period, the Company has a right to defer settlement of the liability for at least 12 months after the reporting period. Covenants that the Company is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the Company is required to comply with after the reporting period do not affect the classification.

This new policy did not result in a change in the classification of the Company's borrowings. The Company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

This amendment also includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, as outlined below:

Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8. The Company does not expect this amendment to have an impact on its operations or financial statements.

(b) International Tax Reform - Pillar Two Model Rules - Amendments to Ind AS 12

The Company is not within the scope of the OECD Pillar Two Model Rules, as Pillar Two legislation has not yet been enacted in any of the jurisdictions in which the Company operates.

(c) Lack of Exchangeability - Amendments to Ind AS 21

The amended Ind AS 21 have added requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use where it is not.

These amendments did not have any material impact on the amounts recognised in current period or future periods.

2.4 Climate-related matters

The Company considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the Company due to both physical and transition risks. Even though the Company believes its business model and products will still be viable after the transition to a low-carbon economy, climate-related matters increase the uncertainty in estimates and assumptions underpinning several items in the financial statements. Even though climate-related risks might not currently have a significant impact on measurement, the Company is closely monitoring relevant changes and developments, such as new climate-related legislation.

2.5 Other Accounting policies

Earning/Loss per share (EPS/LPS)

The Company presents the basic and diluted EPS data for its equity shares.

(i) Basic EPS is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period;

(ii) Diluted EPS is computed by adjusting the net profit for the period attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares.

3 Critical accounting estimates and judgements

In the application of the Company's accounting policies and preparation of financial statements, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgements are:

a. Estimates and assumptions related to useful lives and impairment of Property, Plant and Equipment (PPE) (Refer note 4);

b. Estimates and assumptions for income taxes (Refer note 16);

c. Estimates and assumptions related to provisions (Refer note 12);

Notes to financial statement for the period of April 11, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

4 Property, Plant and Equipment (PPE)

Accounting policy

Property, plant and equipment (PPE) are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All costs directly attributable to the acquisition and installation of PPE are capitalised. Subsequent costs or replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance expenses are charged to the statement of profit and loss during the financial year in which they are incurred.

Gains or losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognised.

Depreciation on PPE is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management. The Company depreciates each part of an item of property, plant and equipment separately if cost of the part is significant in relation to the total cost of the item or principle asset and useful life is materially different from the principle asset.

The management has estimated, supported by independent assessment by professionals, the useful lives of certain classes of assets in order to reflect the actual usage of the assets. The following useful lives are adopted by the management:

Assets category	Company's estimate of useful life (years)	Useful life as prescribed under Schedule II (years)
Computers	5	3

The residual values, useful lives and method of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

Estimates and assumptions:

The Company determines, based on independent technical assessment, the estimated useful lives of its property, plant and equipment and intangible assets for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives periodically and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Accounting policy

Impairment of assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognised in the statement of profit or loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase, if applicable.

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts.

Estimates and assumptions

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The cash flows are derived from the budget for the next five years as approved by the Management and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the terminal growth rate used.

(a) Property, plant and equipment:

Description	Computer	Capital work in progress #
Gross carrying amount as at April 11, 2025	**-**	**-**
Additions	3.23	949.13
Disposals	-	-
Gross carrying amount as at March 31, 2026	**3.23**	**949.13**
Accumulated depreciation as at April 11, 2025	**-**	**-**
Charge for the year	0.22	-
Disposals	-	-
Accumulated depreciation as at March 31, 2026	**0.22**	**-**
Net block as at March 31, 2026	**3.01**	**949.13**
Net block as at April 11, 2025	**-**	**-**

The Company has not given any PPE as security against any borrowings or credit facility and does not have any charges against PPE.

Capital work-in-progress primarily comprises expenditures incurred towards acquisition, construction and installation of plant and machinery

Refer note 22(b) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

The Company does not own any immovable property as at the year end March 31, 2026.

Capital Work-In-Progress ('CWIP')

Accounting policy

The Company recognises capital work in progress at cost, net of accumulated impairment loss, if any.

Ageing of CWIP:*

Description		Amount in CWIP for a period of			Total CWIP
		Less than 1 year	1-2 years	2-3 years	
Projects in progress	March 31, 2026	949.13	-	-	**949.13**
	April 11, 2025	-	-	-	**-**
Total CWIP	March 31, 2026	949.13	-	-	**949.13**
	April 11, 2025	-	-	-	**-**

* For CWIP, there are no projects, where completion date is overdue or exceeded its cost as compared to its original plan for the period ended and as at March 31, 2026.

(b) Intangible assets

Accounting policy

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Development costs for internally generated intangibles that are directly attributable to the design and testing of identifiable and unique intangible controlled by the Company are recognised as intangible assets where the following criteria are met:

- it is technically feasible to complete the intangible assets so that it will be available for use
- management intends to complete the intangible assets and use or sell it
- there is an ability to use or sell the intangible assets
- it can be demonstrated how the intangible assets will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the intangible assets are available, and
- the expenditure attributable to the intangible assets during its development can be reliably measured.

The cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of intangible assets. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised on a straight-line basis over the period of expected future benefit from the related project, i.e., the estimated useful life subject to a maximum of ten years. Amortisation is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

The following useful lives are adopted by the management:

Particulars	Comspany's estimate of useful life (years)
Technical know-how	7

Description	Intangible assets under development
Gross carrying amount as at April 11, 2025	**-**
Additions	2,465.22
Disposals	-
Gross carrying amount as at March 31, 2026	**2,465.22**
Accumulated depreciation as at April 11, 2025	**-**
Charge for the year	-
Disposals	-
Accumulated amortisation as at March 31, 2026	**-**
Net block as at March 31, 2026	**2,465.22**
Net block as at April 11, 2025	**-**

There are no internally developed assets.

Ageing of intangible assets under development (IAUD):

Description		Amount in IAUD for a period of			Total IAUD
		Less than 1 year	1-2 years	2-3 years	
Projects in progress	March 31, 2026	2,465.22	-	-	**2,465.22**
	April 11, 2025	-	-	-	**-**
Total Intangible assets under development	March 31, 2026	2,465.22	-	-	**2,465.22**
	April 11, 2025	-	-	-	**-**

For intangible assets under development, there are no project where completion date is overdue or exceeded its cost as compared to its original plan for the period of April 11, 2025 to March 31, 2026 and as at March 31, 2026.

Intangible assets under development comprise licensed technology acquired from Oswaldo Cruz Quimica Industria E Comercio Ltda (OCQ), Brazil for use in manufacturing operations. The same is expected to be ready to use by the Quarter ended June 30, 2026.

(c) Depreciation and amortization expenses

Particulars	April 11, 2025 to March 31, 2026
Depreciation of property, plant and equipment (note 4 (a))	0.22
Total	**0.22**

(d) Capitalisation of expenses

Accounting policy

Salaries and wages, interest expenses, and other expenses are capitalised when directly attributable to the acquisition, construction, or production of a qualifying asset. These costs are capitalised during the development or construction phase and subsequently amortised or depreciated over the asset's useful life once the asset is ready for use.

During the year, the Company has capitalised the following expenses of revenue nature to the cost of Property, plant and equipment or intangible assets. Consequently, expenses disclosed under the respective notes are net of amounts capitalised by the Company:

Notes to financial statement for the period of April 11, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Particulars	April 11, 2025 to March 31, 2026
Salaries and wages (Refer note 18)	10.07
Professional Expenses (Support Services)	57.26
Travelling Expenses	0.39
Total	**67.72**

5 Other non-current assets

	As at March 31, 2026
Unsecured considered good	
Capital advances	238.40
Total	**238.40**

6 Investments

	As at March 31, 2026
Investments at Fair value through profit or loss:	
Investments in mutual funds (quoted)	
Units of mutual funds	1,449.43
Total	**1,449.43**

Investment in fair value through profit or loss reflect investment in quoted debt securities. Refer note 25 for determination of their fair values.

7 Cash and Cash equivalents

Accounting policy

Cash and cash equivalents in the balance sheet comprise of cash at banks.

	As at March 31, 2026
Balances with banks	
in current accounts	26.05
Total	**26.05**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period.

8 Other financials assets (Current)

	As at March 31, 2026
Unsecured, considered good	
At Amortized Cost	
Other receivables*	4.18
Total	**4.18**

*includes Rs. 3.49 receivables from related party, refer note 23

9 Other current assets

	As at March 31, 2026
Unsecured, considered good	
Balance with government authorities*	637.53
Total	**637.53**

*The balance includes input tax credit of Goods and Services Tax (GST).

10 Share Capital

Accounting policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

	As at March 31, 2026
Authorized shares (Nos)	
100,000,000 equity shares of Rs. 10/- each	10,000.00
Issued, subscribed and fully paid up share capital (Nos)	
55,131,686 equity shares of Rs. 10/- each	5,513.17
Total issued, subscribed and fully paid-up share capital	**5,513.17**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

Equity share of Rs. 10 each issued, subscribed and fully paid	
As at April 11, 2025	**-**
Changes during the year	55,131,686
As at March 31, 2026	**55,131,686**

(b) Terms / rights attached to equity shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. The dividend if any proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c) Equity shares held by ultimate holding or holding company

	As at March 31, 2026
Holding company	
Thermax Chemical Solutions Private Limited, India	
28,117,159 equity shares of Rs. 10/- each fully paid	2,811.72

(d) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2026
Thermax Chemical Solutions Private Limited, India	
%	51
No. of shares	28,117,159
Oswaldo Cruz Quimica Industria E Comercio Ltda (OCQ), Brazil	
%	49
No. of shares	27,014,526

As per records of the Company, including its register of shareholders or members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents the legal ownerships of shares.

(e) Details of equity shares held by promoters in the Company

	As at March 31, 2026
Thermax Chemical Solutions Private Limited, India	
%	51
No. of shares	28,117,159
% of change during the year	-
Oswaldo Cruz Quimica Industria E Comercio Ltda (OCQ), Brazil	
%	49
No. of shares	27,014,526
% of change during the year	-

(f) An aggregate of 22,604,526 equity shares were issued to Oswaldo Cruz Quimica Industria E Comercio Ltda (OCQ), Brazil pursuant to purchase of technical know how, without payment being received in cash.

(g) There were no issue of bonus shares or buy back of shares by the Company during the period preceding the reporting date..

(h) All other notes mandated by Schedule III are not applicable to the Company.

11. Other equity

Particulars	As at March 31, 2026
Reserves and Surplus	
Retained earnings	
Opening balance	-
Add: Loss for the year	(148.73)
(Less): Transaction cost for increase in share capital	(80.98)
Movement during the year	**(229.71)**
Items of others comprehensive income recognised directly in retained earning:	
Re-measurement (gain)/loss on defined benefits plan	(0.89)
Net Surplus in the Statement of profit and loss	**(230.60)**
Total Reserves and surplus	**(230.60)**

Nature and purpose of reserves

Retained earnings

Retained Earnings are the profit or (loss) that the Company has earned or incurred till date, less any transfer to General Reserve, transaction cost relating to equity, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Defined benefit obligation

Following is the movement of amounts recognised in other comprehensive income on account of defined benefit obligation:

Particulars	As at March 31, 2026
Opening balance	-
Add: Total remeasurements cost for the year recognised in OCI	0.89
Closing balance	**0.89**

12 Provisions

Accounting policy

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Government of India has implemented 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, by consolidating 29 existing labour laws on 21 November 2025. The Ministry of Labour & Employment have published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in the regulations. The Labour Codes have prescribed a uniform definition of "Wages" to be used for the purpose of calculating employee benefits like gratuity and extending eligibility to fixed-term employees ("FTEs").

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Code on Social Security, 2020, in line with the notification of the Labour Codes with effect from 21 November 2025. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is determined by an independent actuary (using the Projected Unit Credit method) at the end of each year.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Standalone Statement of Profit and Loss in subsequent periods.

Past service costs are recognised in the Statement of Profit and Loss on the earlier of:

(a) The date of the plan amendment or curtailment; and

(b) The date that the Company recognises related restructuring costs.

Leave Encashment

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company presents the leave as a current liability in the balance sheet as it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

Estimates and assumptions

Notes to financial statement for the period of April 11, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Defined benefit plan - Gratuity

The present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on Indian Assured Lives Mortality (2012-14) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

(a) Non-current provisions

Particulars	As at March 31, 2026
Provision for employee benefits	
Provision for gratuity	3.50
Total	**3.50**

(b) Current provisions

Particulars	As at March 31, 2026
Provision for employee benefits	
Provision for leave encashment	4.61
Provision for gratuity	0.01
Total	**4.62**

(c) Gratuity

The Company operates a defined benefit plan viz. gratuity for its employees. Under the gratuity plan, every employee who has completed at least specified years of service gets a gratuity on departure at 15 days (minimum) of the last drawn salary for each completed year of service. The Scheme is unfunded.

Particulars	As at March 31, 2026
Current liability	0.01
Non-current liability	3.50
Total liability	**3.51**

I Changes in the net benefit obligation and fair value of plan assets are as follows:

	Present value of obligation
April 11, 2025	-
Current service cost	-
Interest expense/(income)	0.08
Transfer (in)/out	(0.32)
Total amount recognised in Profit or Loss	**(0.24)**
Experience adjustments	0.89
Total amount recognised in Other Comprehensive (Income)/Loss	**0.89**
Transfer (out)/in	2.86
As at March 31, 2026	**3.51**

II Significant assumptions

The principal actuarial assumptions were as follows :

Particulars	As at March 31, 2026
Discount rate	7.20%
Future salary growth rate	7.00%
Normal retirement age	60 Years
Mortality table	Indian Assured Lives Mortality (2012-14) Ultimate
Attrition rate	12.00%

III Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

Assumptions	As at March 31, 2026
Discount rate	
1.00% increase	Decrease by 0.23
1.00% decrease	Increase by 0.26
Future salary growth rate	
1.00% increase	Increase by 0.22
1.00% decrease	Decrease by 0.20
Attrition rate	
1.00% increase	Increase by 0.00
1.00% decrease	Decrease by 0.00

* Below rounding off norms

The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous periods.

The following are the expected cash flows or contribution to the defined benefit plan in future years:

Particulars	April 11, 2025 to March 31, 2026
Within next 12 months	0.01
Between 2-5 years	1.95
Next 5 years	7.26

The average duration of the defined benefit plan obligation at the end of the reporting period is 11.79 years.

13 Trade payables

At amortised cost

	As at March 31, 2026
Total outstanding dues of micro enterprises and small enterprises	16.11
Total outstanding dues of creditors other than micro enterprises and small enterprises:	
(i) Related parties (Refer note 23)	122.31
(ii) Others	7.20
Total	**145.62**

For terms and conditions with related parties, refer note 23.

Trade payables are non-interest bearing and are generally on terms of 30 to 45 days.

The ageing of current trade payables which are due for payment as

at March 31, 2026:

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed dues - Micro enterprises and small enterprises	-	-	-	-	-	-
(ii) Undisputed dues - Other than micro enterprises and small enterprises	-	122.31	-	-	-	122.31
(iii) Disputed dues - Micro enterprises and small enterprises	-	-	-	-	-	-
(iv) Disputed dues - Other than micro enterprises and small enterprises	-	-	-	-	-	-
Subtotal	**-**	**122.31**	**-**	**-**	**-**	**122.31**
Unbilled trade payables*						**23.31**
Total						**145.62**

* Unbilled trade payables includes accruals which are not classified as provisions under IND AS 37 "Provisions, Contingent Liabilities and Contingent Assets"

Details of dues to micro enterprises and small enterprises as defined under the micro, small and medium enterprises development (MSMED) Act, 2006*

	As at March 31, 2026
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year:	
- Principal amount outstanding (whether due or not) to micro enterprises and small enterprises^	184.04
- Interest due thereon	0.01
ii) The amount of interest paid by the Company 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.	-
iii) The amount of payment made to the supplier beyond the appointed day during the year.	41.10
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.	0.13
v) The amount of interest accrued and remaining unpaid at the end of each accounting year.	0.14
vi) 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.	0.14

* Information in this regard is on basis of intimation received, on requests made by the Company, with regards to registration of vendors under the MSMED Act, 2006 Act.

^ Includes Rs. 167.93 lakhs related to MSME vendors for property, plants and equipments

14 Other financial liabilities

	As at March 31, 2026
At amortised cost	
Employee related payables	7.53
Payables for capital work in progress and intangible assets under development	317.64
Other payables	0.41
Total	**325.58**

15 Other liabilities

Accounting policy

Contract liabilities: A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company satisfies the performance obligation. Contract liabilities are recorded in balance sheet as unearned revenue or customer advances as the case may be.

Other current liabilities

	As at March 31, 2026
Unearned revenue	0.59
Statutory dues and other liabilities*	10.18
Total	**10.77**

*includes tax deducted at source, provident fund, etc.

16 Income taxes

Accounting policy

Tax expense comprises of current tax expense and deferred tax.

Current tax

Current 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. Current income tax relating to items recognized outside profit or loss is recognized either in OCI or in equity, in correlation to the underlying transaction. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss) and does not give rise to equal taxable and deductible temporary differences.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Notes to financial statement for the period of April 11, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity), in correlation to the underlying transaction.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The Company applies significant judgement in identifying uncertainties over income tax treatments.

Estimates and assumptions

Recoverability of Deferred tax assets:

At each balance sheet date, the Company assesses whether the realization of future tax benefits is sufficiently probable to recognize deferred tax assets. This assessment requires the use of significant estimates with respect to assessment of future taxable income. The recorded amount of total deferred tax assets could change if estimates of projected future taxable income or if changes in current tax regulations are enacted.

The major components of income tax expense for the year ended March 31, 2026 are as follows:

Statement of profit and loss	April 11, 2025 to March 31, 2026
Current tax	1.18
Deferred tax	-
Income tax expense reported in the Statement of profit and loss	**1.18**

Other comprehensive income	April 11, 2025 to March 31, 2026
Tax related to items recognised in other comprehensive income during the year	
Net loss or (gain) on movement of cash flow hedges	-
Net loss or (gain) on remeasurements of defined benefit plans	(0.89)
Total	**(0.89)**

Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate	April 11, 2025 to March 31, 2026
Accounting profit before tax (before exceptional items)	(147.55)
At India's statutory income tax rate (as per Income Tax Act, 1961) of 25.17%	(37.14)
- Tax on capital Gain	1.18
- Unrecognized tax benefits on tax losses and other items	37.14
Income tax expense reported in the statement of profit and loss	**1.18**

No income tax was recognised directly in equity during the period ended March 31, 2026.

Income Tax Assets/Liabilities for income tax:

Movement in tax liabilites	As at March 31, 2026
Opening balance as at April 11, 2025	-
Add: Current tax payable for the year	1.18
Less: Taxes paid/ Credit	(0.89)
Closing balance as at March 31, 2026	**0.29**

The above balance is represented in the balance sheet as below:

	As at March 31, 2026
Current tax liabilities	0.29

Deferred tax

Balance sheet	As at March 31, 2026
Deferred tax relates to the following:	
Accelerated depreciation for tax purposes	(0.11)
Employee benefit obligations	2.04
Items allowed on payment basis/temporary disallowances	1.70
Others (mainly includes impact on account of deferred tax on business losses)	41.38
Total	**45.01**

In accordance with Ind AS 12 - Income Taxes, deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which such losses can be utilised.

Considering that the Company is in the initial phase of its operations and has not commenced revenue-generating activities during the period, and in the absence of reasonable certainty supported by convincing evidence of sufficient future taxable profits, the Company has not recognised deferred tax assets aggregating to Rs. 45.01 lakhs.

The Company reassesses the recognition of deferred tax assets at each reporting date based on the availability of sufficient taxable profits and other relevant evidence.

17 Other income

	April 11, 2025 to March 31, 2026
Interest on Bank deposits	8.90
Fair value gain on mutual funds at fair value through profit or loss	19.89
Gain on sale or redemption of investments designated at fair value through profit and loss	4.64
Total	**33.43**

18 Employee benefits expense

	April 11, 2025 to March 31, 2026
Salaries and wages	49.54
Contribution to provident and other funds	0.10
Gratuity expenses* (refer note 12)	(0.24)
Total	**49.40**
Less: capitalised during the year [refer note 4(d)]	10.07
Total	**39.33**

* Reversal is due to recalculation of gratuity libility of transferred employees from Thermax Limited

19 Finance cost

Fortmax Chemicals India Private Limited

Notes to financial statement for the period of April 11, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

	April 11, 2025 to March 31, 2026
Interest expense*	0.14
Total	**0.14**

* Interest provision towards for micro enterprises and small enterprises vendors for capital assets procurement

20 Other expenses

	April 11, 2025 to March 31, 2026
Rates and taxes	15.88
Freight and forwarding charges	0.01
Travelling and conveyance	14.51
Legal and professional fees (includes payment to auditor, refer note below)	130.50
Administrative service charges (note 23)	36.31
Miscellaneous expenses	1.73
Total	**198.94**
Less: Capitalised during the period	57.65
Total	**141.29**

Note on payment to auditors

	April 11, 2025 to March 31, 2026
As auditor	
Statutory audit fees	8.00
Total	**8.00**

Note on Corporate Social Responsibility (CSR)

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013, read with Corporate Social Responsibility (CSR) Rules, 2014. Therefore, it is not required to incur any expenditure on account of CSR activities during the current period.

21 Loss per share (LPS)

The following table reflects the income and earnings per share data used in the basic and diluted EPS computation:

	April 11, 2025 to March 31, 2026
Net loss after tax attributable to the Equity shareholders (Rupees in lakhs)	(148.73)
Weighted average number of shares of Rs. 10/- each considered for calculating basic EPS	23,303,737
Weighted average number of shares of Rs. 10/- each considered for calculating diluted EPS	23,303,737
Basic loss per share (in Rupees)	(0.64)
Diluted loss per share (in Rupees)	(0.64)

22 Contingent liabilities and Commitments

(a) Contingent liabilities

Accounting policy

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Details of Contingent liabilities

There are no liabilities of contingent nature as at March 31, 2026

(b) Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for is Rs.642.53 lakhs.

23 Related party disclosures

A Immediate Holding Company

Thermax Chemical Solutions Private Limited, India

B Ultimate Holding Company

RDA Holding Private Limited

C Intermediate Holding Company

Thermax Limited (most senior parent that produces consolidated financial statements for public use)

D Key Management Personnel

Mr. Dinesh Satyanarayanji Mandhana -Director (w.e.f. April 11,2025)

Mr. Swapnil Vitthal Dhumane - Director (From April 11, 2025 to November 11, 2025)

Mr. Rajendran Arunachalam - Director (w.e.f. April 16, 2025)

Mr. Zahaan Pheroz Pudumjee - Director (w.e.f. April 16, 2025)

Mr. Julio Cesar Battista Fortunato - Director (w.e.f. October 08, 2025)

Mr. Filippo Cattozatto Fortunato - Director (w.e.f. October 08, 2025)

Ms. Neelakshi Sinfal - Company secretary (w.e.f November 12, 2025)

E Parties who have significant influence over the Company

Oswaldo Cruz Quimica Industria E Comercio Ltda (OCQ), Brazil

F Transactions with related parties

Particulars of transaction	Name of related party	Relation	Amount
Purchase of Technology know how	Oswaldo Cruz Quimica Industria E Comercio Ltda (OCQ), Brazil	Entity significant influence over the Company	2,659.36
Reimbursement of pre-incorporation expenses	Thermax Chemical Solutions Private Limited	Immediate Holding Company	15.72
Administrative service charges	Thermax Limited	Intermediate Holding Company	36.31
Reimbursement of expenses	Thermax Limited	Intermediate Holding Company	76.10
Total			**2,787.49**

G Balances as at the year end

Particulars	Name of related party	Relation	Amount
Trade payables	Thermax Limited	Intermediate Holding Company	122.31
Other financial assets	Thermax Limited	Intermediate Holding Company	3.49

H Terms and conditions of related party transactions

Notes to financial statement for the period of April 11, 2025 to March 31, 2026
(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

All the transactions with related parties are assessed to be at arm's length price by the management. Outstanding balances at the year-end are unsecured and interest free except loans given and settlement occurs in cash.

There have been no guarantees provided or received for any related party receivables or payable.

In case of transactions with related parties during the year, the amounts are exclusive of applicable taxes.

24 Segment reporting

The Company's Chief Operating Decision Maker (CODM) reviews the Company's operations as a single segment. However, the Company has not commenced revenue-generating operations during the year. Accordingly, disclosures required under Ind AS 108 - Operating Segments are not applicable.

25 Fair Value Measurements

(a) Category of financial instruments

(i) Financial assets

Details of financial assets carried at amortised cost

	As at March 31, 2026
Cash and cash equivalents	26.05
Other financial assets	4.18
Total	**30.23**
Current assets	30.23
Non-current assets	-
Total	**30.23**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

Details of financial assets carried at fair value through profit or loss

	As at March 31, 2026
Investments	1,449.43
Total	**1,449.43**
Current assets	1,449.43
Non-current assets	-
Total	**1,449.43**

The fair values of the investments in quoted shares are based on price quotations at the reporting date.

(ii) Financial liabilities

Details of financial liabilities carried at amortised cost

	As at March 31, 2026
Trade payables	145.62
Other financial liabilities	325.58
Total	**471.20**
Current liabilities	471.20
Non-current liabilities	-
Total	**471.20**

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

(b) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2026:

	Date of valuation	Level 1	Level 2	Level 3
Financial assets				
Investments				
Mutual funds	March 31, 2026	1,449.43	-	-

There has been no transfer between Level 1, Level 2 and Level 3 during the year.

(c) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- The use of quoted market prices or dealer quotes for similar instruments.

26 Financial risk management

The Company's principal financial liabilities, comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include other receivables and cash and cash equivalents that derive directly from its operations. Risk is inherent in the Company's activities but it is managed through a process of on going identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the Company reviews and agrees policies for managing each of these risks which are summarised below:

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk also.

Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

(a) 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 is not currently exposed significantly to such risk.

(b) Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

The Company has no foreign currency denominated receivables or payables as at the reporting date. Accordingly, it is not exposed to foreign currency risk and hence, the sensitivity analysis required under Ind AS 107 has not been presented.

(c) Price risk

The Company's investments are susceptible to market price risk arising from uncertainties about future values of the investment securities. These securities are quoted and unquoted. The Company manages the price risk through diversification and by placing limits on individual and total equity/mutual fund instruments. Further, the price risk is also mitigated by switching the investment portfolio between investment in equity/

mutual fund instruments and investments in bank deposits. Reports on the investment portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions. The Company is not currently exposed significantly to such risk.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities and deposits and other balances with banks.

Trade receivables

The Company has no trade receivable as at March 31, 2026 and hence it is not exposed to credit risk with respect to trade receivables.

Financial instruments and bank deposits

Credit risk from balances with banks and other financial assets are managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties having a good market reputation and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for bank balances and deposits as at March 31, 2026 is the carrying amounts as disclosed in note 7 and financial instruments in note 8 and 14 to the financial statements.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

The management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, the Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements.

The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

March 31, 2026	< 1 year	1 to 3 years	> 3 years
Non Derivative			
Trade payables	145.62		
Other financial liabilities			
Employee related payables	7.53	-	-
Payables for tangible and intangible assets	317.64	-	-
Other payables	0.41	-	-

27 Capital management

The Company's objective for capital management is to maximise long term shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long- term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. Capital represents equity attributable to equity holders of the Company.

There are no borrowings or lease liabilities outstanding as on period end.

28 Key financial ratios

The following are analytical ratios for the year ended March 31, 2026:

Particulars	Numerator	Denominator	As at and for April 11, 2025 to March 31, 2026
Current ratio	Current assets	Current liabilities	4.35
Debt-Equity ratio	Total debt	Shareholder's Equity	NA
Debt service coverage ratio	Earnings available for debt service	Debt service	NA
Return on equity ratio	Profit after tax and exceptional items	Average Shareholder's Equity	(2.82%)
Inventory turnover ratio	Cost of goods sold	Average inventories	NA
Trade receivable turnover ratio	Revenue from contracts with customers	Average trade receivables	NA
Trade payables turnover ratio	Total supplier purchases	Average trade payables	NA
Net capital turnover ratio	Revenue from contracts with customers	Working capital *	NA
Net profit ratio	Profit after tax and exceptional items	Revenue from contracts with customers	NA
Return on capital employed (ROCE)	Profit before tax and exceptional items plus finance cost	Capital employed **	(5.23%)
Return on investment (ROI)	Profit Before tax	Total assets	(2.56%)

Explanations:

* Total current assets - total current liabilities

** Tangible net worth + Total debt +deferred tax liabilities

29 Other statutory information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property; under the Prohibition of Benami Property Transactions Act, 1988 (as amended from time to time) (formally the Benami Transaction (Prohibition) Act, 1988 (45 of 1988)) and Rules made there under.

(ii) The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

(iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the current period.

(iv) The Company has not made 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);

(v) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(vi) The Company has not revalued its property, plant and equipment during the current period.

(vii) The Company has not made any such transaction which is not

Notes to financial statement for the period of April 11, 2025 to March 31, 2026

(All amounts are in Rupees Lakhs, except per share data and unless stated otherwise)

recorded in the books of account 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.

(viii) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries:"

(ix) The Company has not received any funds from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries:"

(x) For the period ended March 31, 2026 there are no such transaction with struck off companies and no balance are o/s as on period end

30 (a) Compliance with section 143 (3) for maintenance of books of account

With effect from August 5, 2022, the Ministry of Corporate Affairs (MCA) has amended the Companies (Accounts) Rules, 2014, relating to maintenance of electronic books of account and other relevant books and papers. Pursuant to this amendment, the Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis.

The Company has maintained proper books of account as required by law.

(b) Compliance with section 143 (3) for audit trail

The Company has used accounting software for maintaining its books of account which does not have the feature of an audit trail (edit log) facility.

31 An independent review for assessing compliance with Transfer Pricing Rules for the year April 11, 2025 to March 31, 2026 is under progress. On the basis of self-assessment of the operation during the year, the management does not expect any significant deviations from the requirements of the aforesaid Transfer Pricing Rules.

32 The Company does not have any subsidiaries, joint ventures, or associate companies. Accordingly, the Company is not required to prepare Consolidated Financial Statements under Section 129(3) of the Companies Act, 2013.

33 The Company was incorporated on April 11, 2025. The financial statements are prepared for the period April 11, 2025 to March 31, 2026 as the first financial statement of the Company. Hence, comparative figures do not exist for the current period.

As per our report of even date attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Rakesh Khandelwal
Partner
Membership Number: 134593

Place: Pune
Date: April 28, 2026

For and on behalf of the Board of Directors of
Fortmax Chemicals India Private Limited

Dinesh Mandhana
Director
DIN: 10646110

Rajendran Arunachalam
Director
DIN: 08446343

Neelakshi Sinfal
Company Secretary
Membership No: A77341

Rajesh Shete
Chief Executive Officer

Abdulmajid Khatri
Chief Financial Officer

Place: Brazil
Date: April 28, 2026

Place: Pune
Date: April 28, 2026

BUILDTECH PRODUCTS INDIA PRIVATE LIMITED

Board of Directors
Mr. Dinesh Mandhana
Mr. Swapnil Dhumane
Mr. Sandeep Deshpande

Registered Office and Corporate Office
S. No. 14/D, F P No. 32/33, Wakdewadi Mumbai Pune Road, Khadki, Pune, Pune City, Khadki, Pune City, Pune- 411003,
Maharashtra, India

Corporate Office
Thermax House,
14 Mumbai-Pune Road, Wakdewadi,
Pune -411003.

Auditors
B K Khare & Co
Chartered Accountants
706/708, Sharda Chambers, New Marine Lines, Mumbai – 400 020, India

Bankers
HDFC Bank Limited
Citi Bank NA
Union Bank of India

DIRECTORS' REPORT

Dear Shareholders,

The Directors present their Annual Report of the company for the year ended March 31, 2026.

FINANCIAL RESULTS

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Total Income	**3,270.78**	2,899.09
Profit before depreciation and interest	**442.04**	429.23
Depreciation	**42.03**	29.19
Interest	**17.11**	14.28
Profit before Tax	**382.90**	385.76
Provision for taxation (incl. deferred tax)	**110.05**	116.78
Profit after Tax	**272.85**	268.98

STATE OF COMPANY'S AFFAIRS

During the Financial Year 2025-26, the Company's total income was Rs. 3,270.78 lakhs, (in the previous year the Company had Rs. 2,899.09 lakhs of income). Profit before tax is Rs. 382.90 lakh (previous year profit was Rs. 385.76 lakhs).

Further, the Board of Directors of the Company at their meeting held on October 17, 2025 approved the Scheme of merger by absorption of the Company with Thermax Limited (Holding Company) and their respective shareholders under sections 230 to 232 of the Companies Act, 2013 and other applicable provision made thereunder. The Scheme provides for merging of the Company into its Holding Company (Thermax Limited).

The said Scheme is subject to receipt of necessary approvals in accordance with the provisions of the Companies Act, 2013.

OPERATIONS

During the year the Company had no active operations.

MATERIAL CHANGES AFFECTING FINANCIAL POSITION

No material changes and commitments occurred after the close of the year till the date of this report, which affect the financial position of the Company.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Venture or Associate Company.

CHANGE IN NATURE OF BUSINESS

There is no change in nature of business during the year under review.

HEALTH & SAFETY

The Company ensures focused and continuous improvement on its Safety and Health standards.

DIVIDEND

The directors did not recommend any dividend on equity shares during the year.

AMOUNT PROPOSED TO BE CARRIED TO RESERVES

During the year, the Company has not transferred any amount to the General Reserve.

SHARE CAPITAL

The Authorized share capital of the Company is Rs. 2,00,00,000/- (Rupees Two Crore only) comprising of 20,00,000 Equity Shares of Rs. 10/- each.

The paid-up capital of the Company is Rs. 1,52,10,000/- (Rupees One Crore Fifty-Two Lakhs Ten Thousand only) comprising of 15,21,000 Equity Shares of Rs. 10/- each.

During the period under review there has been no change in the authorized, as well as subscribed and paid-up share capital and the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity.

PUBLIC DEPOSITS

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013. Consequently, it has no unpaid / unclaimed deposit(s) as on March 31, 2026.

PARTICULARS OF LOANS, GUARANTEES, AND INVESTMENTS

During the year Company has not given loans, guarantees and investments covered under the provisions of Section 186 and Section 134(3) (g) of Companies Act, 2013.

ANNUAL RETURN

The Company does not have a website and hence in terms of provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 are not applicable.

BUSINESS RISK MANAGEMENT & STATEMENT ON DEVELOPMENT AND IMPLEMENTING RISK MANAGEMENT POLICY INCLUDING THE IDENTIFICATION OF RISK BY THE BOARD AND STRATEGY TO MITIGATE THE RISK

The Company has identified and classified its key risks pertaining to the core business and has a broad framework in place for effective risk identification, review and mitigation. The Company will continue to actively monitor and strengthen its risk management framework.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has adequate internal financial controls and those are operating effectively. Internal Audit is not applicable to Company as per section 138 of Companies Act and Rule 13 of the Companies (Accounts) Rules, 2014.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company does not fall under the criteria defined under Section 135 of Companies Act, 2013 as on March 31, 2026. Hence, the Corporate Social Responsibility provisions are not attracted.

DIRECTORS

As on March 31, 2026, the Board of the Company comprises Three Directors. In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Sandeep Deshpande (DIN: 09748806), retires by rotation and being eligible, offers himself for re-appointment.

BOARD MEETINGS

During the year, the Board met seven times and the intervening gap between the meetings was within the period prescribed under the Companies Act, 2013. Attendance details of the Board are as follows:

Name	Board Meetings						
	April 3, 2025	May 7, 2025	July 22, 2025	August 25, 2025	October 17, 2025	December 1, 2025	January 30, 2026
Mr. Dinesh Mandhana	P	P	P	P	P	P	P
Mr. Swapnil Dhumane	P	P	P	P	P	P	P
Mr. Sandeep Deshpande	P	A	P	A	P	P	P

SECRETARIAL STANDARDS

The Company follows the Secretarial Standards issued by the Institute of Company Secretaries of India on the Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2). The Company is in compliance with these secretarial standards.

STATUTORY AUDITORS

The Members of the Company at the 30th Annual General Meeting held on July 22, 2025, appointed M/s. B.K. Khare and Co., Chartered Accountants (Firm Registration No. 105102W) as the Statutory Auditor of the Company to hold such office for a period of 5 years i.e., upto the conclusion of 35th Annual General Meeting to be held in the calendar year 2030 or before September 30, 2030.

The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

DETAILS REGARDING FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12)

During the year under review, there were no frauds reported by the auditors to the Board under section 143(12) of the Act.

COST RECORDS APPLICABILITY

The provisions relating to maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 were not applicable on the Company during the financial year.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The related party transactions are placed before the Board for noting/ approval. The information on transactions with related parties pursuant to Sec 134(3)(h) of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is given as Annexure 1 in Form No. AOC-2 and the same forms part of this report.

A statement showing the disclosure of transactions with related parties as required under IND AS 24 is set out separately in the Financial Statements.

CONSERVATION OF ENERGY

The Company is committed to its efforts to conserve energy in its daily consumption.

Sr. No	Particulars	Details
A.	Steps taken on conservation of energy	The Company continues to monitor and optimize energy consumption in routine operations.
B.	Impact on conservation of energy	Continuous monitoring of energy usage has helped in ensuring efficient utilization of energy resources.
C.	Steps taken by the Company for utilizing the alternate source of energy	The Company continuously evaluates the feasibility of utilizing alternate and renewable sources of energy for its operations.
D.	Capital investment on energy conservation equipment's	NIL

The Company participates in activities related to conservation of energy undertaken by parent company.

TECHNOLOGICAL ABSORPTION

The Company is committed to its efforts to absorb technology in its daily consumption.

Sr. No	Particulars	Details
A.	Efforts made towards technology absorption	The Company continued to focus on effective utilization of existing technologies and systems in its operations.
B.	Benefits derived like product improvement, cost reduction, product development, or import substitution	Realigned plant set up has improved operational efficiency and process effectiveness
C.	In case technology imported during the last 3 years	NIL
	i. Details of technology imported	NIL
	ii. Year of import	NIL
	iii. Whether the technology is fully absorbed	NIL
	iv. If not absorbed, areas where absorption has not taken place and the reason thereof	NIL
D.	Capital investment on energy conservation equipment's	NIL

There was no technology acquisition during the year under review.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Information pertaining to foreign exchange earnings and outgo, under Section 134(3)(m) of the Companies Act, 2013 is as follows:

(Rs. in lakh)

	Current Year	Previous Year
Foreign exchange earnings	Nil	Nil
Foreign exchange outgo	Nil	Nil

BUILDTECH PRODUCTS INDIA PRIVATE LIMITED

PARTICULARS OF EMPLOYEES

None of the employees are covered by the provisions contained in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed under the Companies Act, 2013.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to provide a safe and conducive work environment to its employees.

There were no cases pending at the beginning of the year/ filed during the year, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

A.	Number of Sexual Harassment Complaints received	Nil
B.	Number of Sexual Harassment Complaints disposed off	Nil
C.	Number of Sexual Harassment Complaints beyond 90 days	Nil

DISCLOSUE UNDER THE MATERNITY BENEFIT ACT, 1961

During the financial year under review, no employee of the Company availed maternity benefit under the provisions of the Maternity Benefit Act, and accordingly, no maternity benefit was paid.

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

There was no such instance occurred during the period under review.

NUMBER OF EMPLOYEES AS ON CLOSURE OF FINANCIAL YEAR

A. Male - 14

B. Female - 0

C. Transgender - 0

RESTRICTION ON PURCHASE BY COMPANY OR GIVING OF LOANS BY IT FOR PURCHASE OF ITS SHARES

Pursuant to the provisions of Section 67(3)(c) of the Companies Act, 2013, and rules made thereunder, the Company has not given any loan exceeding the limit mentioned therein, to persons in the employment of the Company other than its Directors or Key Managerial Personnel, for purchase or subscribe shares of the Company.

THE INSOLVENCY AND BANKRUPTCY CODE, 2016

Your Board confirms that there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis; and

(e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

The Directors wish to place on record their appreciation for the support extended by the Company's customers, vendors and bankers during the year and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors of
Buildtech Products India Private Limited

	Dinesh Mandhana	**Swapnil Dhumane**
Place: Pune,	Director	Director
Date: May 4, 2026	DIN: 10646110	DIN: 10646109

Annexure 1

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

The Company has not entered into any contracts/arrangements with its related parties which are not in ordinary course of business or not at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis:

There are certain transactions entered into by the Company who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Sec 188 of the Act. The disclosure of transactions with such related parties are set out in Note No. 32B to the financial statements which forms an integral part of this report.

For and on behalf of the Board of Directors of
Buildtech Products India Private Limited

	Dinesh Mandhana	**Swapnil Dhumane**
Place: Pune,	Director	Director
Date: May 4, 2026	DIN: 10646110	DIN: 10646109

BUILDTECH PRODUCTS INDIA PRIVATE LIMITED

INDEPENDENT AUDITOR'S REPORT

To the members of Buildtech Products India Private limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Buildtech Products India Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("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, its Profits and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs)specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the 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 made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures, but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these 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.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents 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.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence,

and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best r knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the 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 the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) Based on the records examined by us and according to information and explanations given to us, the Company has not paid/provided for managerial remuneration. Hence, the provisions of Section 197 of the Act related to managerial remuneration are not applicable.

   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of 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 does not have any pending litigations which would impact its financial position in its Financial Statements.

      (ii) The Company did not have any long-term contracts, including derivative contracts for which there were any material foreseeable losses;

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

      iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement.

      (v) The Company has not declared/paid/declared and paid any dividend during the year; and

      (vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of accounts 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. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN: 26125657HNXLXQ3711
Place: Pune
Date:May 4,2026

BUILDTECH PRODUCTS INDIA PRIVATE LIMITED

Annexure A to the Independent Auditors' Report

Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report 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")

We have audited the internal financial controls with reference to Financial Statements of **Buildtech Products India Private Limited** ("the Company") as of March 31, 2026, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 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 system with reference to Financial Statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to 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 Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to 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 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.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to Financial Statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN: 26125657HNXLXQ3711
Place: Pune
Date:May 4,2026

Annexure B to the Independent Auditors' Report

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

(i) (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment

(B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a regular programme of physical verification of its property, plant and equipment by which the property, plant and equipment are verified by the management according to a phased programme designed to cover all the items every year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the programme, the Company has physically verified certain property, plant and equipment during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanation given to us and on the basis of our examination of records of the Company, in respect of immovable properties (Land) that have been taken on lease, the lease agreements are held in the name of the Company where the Company is the lessee in the agreements. The Company does not have any other immovable property.

(d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Hence reporting under clause 3((i)(d) is not applicable to the Company.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) According to the information and explanations given to us, the inventory comprising of raw materials, work-in-progress, finished goods have been physically verified at reasonable intervals by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification between the physical inventory and the book records.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

(iii) According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year.

Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

(vi) The maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Act for the products of the Company. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, specified by the Central Government under sub-section (1) of Section 148 of the Act and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of 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 on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Provident Fund, Employees State Insurance, Duty of Customs, Duty of Excise, Value added tax, Cess Income tax and any other material statutory dues as at 31 March 2026, which have not been deposited on account of any dispute. The statutory dues in respect of Goods and Service Tax act as at 31 March 26 which have not been deposited with the appropriate authorities on account of a dispute.

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

(e) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

(f) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the

Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) Though establishment of vigil mechanism is not mandated for the Company by the Act, or by Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) ("SERI LODR") Regulations, as represented by the management, no whistle blower complaints were received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company

(xiv) In our opinion and according to the information and explanations given to us and based on our examination, internal audit system is not applicable to the Company. Hence reporting under clause 3(xiv) is not applicable to the Company.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company and subsidiary companies or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has one Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

(xvii!) There has been resignation of the statutory auditors during the year. Accordingly, the 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, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company is not required to comply with the provisions of Section 135 of the Companies Act. Accordingly, reporting under clause 3(xx) (a) & (b) is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN: 26125657HNXLXQ3711
Place: Pune
Date:May 4,2026

Balance Sheet as at March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Assets			
I. Non-current assets			
Property, plant and equipment	4 (a)	258.86	150.89
Capital work-in-progress	4 (b)	-	67.68
Right-of-use assets	4 (c)	67.22	68.06
Intangible assets	4 (e)	36.15	-
Financial assets:			
Other financial assets	9(a)	0.79	913.73
Deferred tax asset (net)	10	40.01	39.71
Total non-current assets		**403.03**	**1,240.07**
II. Current assets			
Inventories	12	66.36	106.73
Financial assets:			
(a) Investments	8	-	-
(b) Trade receivables	7	1,234.03	1,015.44
(c) Cash and bank balances	13(a)	94.76	336.41
(d) Other bank balances	13(b)	1,005.00	-
(e) Other financial assets	9(b)	72.35	72.65
Income tax asset (net)	10	-	6.96
Other current assets	11	13.82	10.32
Total current assets		**2,486.32**	**1,548.51**
Total assets		**2,889.35**	**2,788.58**
Equity and liabilities			
III. Equity			
Equity share capital	14	152.10	152.10
Other equity	15	2,207.22	1,933.79
Total equity		**2,359.32**	**2,085.89**
IV. Non-current liabilities			
Financial liabilities			
(a) Borrowings	16	-	-
IV. Current liabilities			
Financial liabilities			
(a) Trade payables	17		
i. total outstanding dues of micro enterprises and small enterprises		373.18	137.42
ii. total outstanding dues of creditors other than micro enterprises and small enterprises		120.36	524.69
(b) Other financial liabilities	18	21.06	30.51
Provisions	19	6.64	1.80
Liabilities for current tax (net)	10	1.97	-
Other current liabilities	20	6.82	8.27
Total current liabilities		**530.03**	**702.69**
Total equity and liabilities		**2,889.35**	**2,788.58**
Summary of Material accounting policies	2		
Summary of significant accounting judgements, estimates and assumptions	3		

Statement of profit and loss for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
Income			
Revenue from operations	21	3,190.21	2,864.77
Other income	22	80.57	34.32
Total Income (I)		**3,270.78**	**2,899.09**
Expenses			
Cost of raw materials and components consumed	23	2,148.69	1,822.97
Changes in inventories of work-in-progress /traded goods	24	21.11	(22.59)
Employee benefits expense	25	207.59	330.29
Finance cost	26	17.11	14.28
Depreciation and amortisation expense	4	42.03	29.19
Other Expenses	27	451.35	339.19
Total expenses (II)		**2,887.88**	**2,513.33**
Profit before tax (III) = (I-II)		**382.90**	**385.76**
Tax expense			
Current tax	10	81.90	119.11
Adjustment of tax relating to earlier period		28.64	-
Deferred tax (net)	10	(0.49)	(2.33)
Total tax expense (IV)		**110.05**	**116.78**
Profit for the year (V) = (III-IV)		**272.85**	**268.98**
Other comprehensive income		-	-
Items that will not be reclassified to profit or loss	29		
Re-measurement of defined benefit plans		0.77	(0.52)
Less: Deferred tax effect		(0.19)	0.13
Net other comprehensive income for the year (net of tax)		**0.58**	**(0.39)**
Total comprehensive income for the year		**273.43**	**268.59**
Earning per equity share [Nominal value per share Rs.10/- each (March 31, 2026: Rs.10/-)]	28		
Basic		17.94	17.68
Diluted		17.94	17.68
Summary of significant accounting policies	2		
Summary of significant accounting judgements, estimates and assumptions	3		

The accompanying notes are an integral part of the financial statements.

For B. K. Khare & Co
Chartered Accountants
ICAI Firm Reg No.: 105102W

Amit Mahadik
Partner
Membership No. 125657

Place: Pune
Date: 4 May, 2026

For and on behalf of the Board of Directors of Buildtech Products India Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110

Swapnil Vitthal Dhumane
Director
DIN: 10646109

Place: Pune
Date: 4 May, 2026

BUILDTECH PRODUCTS INDIA PRIVATE LIMITED

Cash flow statement for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A)	**Cash flows from operating activities**		
	Profit before tax	382.90	385.76
	Adjustments to reconcile profit before tax to net cash flows		
	Depreciation and amortisation expense	42.03	29.19
	Interest expenses	17.11	-
	Bad debts written off	31.59	(9.21)
	Profit on sale/discard of assets (net)	-	(1.21)
	Interest income	(77.50)	(9.13)
	Loss/(Profit) on sale/discard of assets (net)	3.54	(0.21)
	Finance cost on redemption liability	-	0.02
	Provision for CSR Expenditure	-	8.34
	Working capital adjustments		
	(Increase) / Decrease in trade receivables	(250.18)	222.23
	(Increase) / Decrease in inventories	40.37	12.81
	(Increase) / Decrease in Other financial assets	0.30	-
	(Increase) / Decrease in Other current assets	(3.50)	(20.64)
	Increase / (Decrease) in trade payables	(185.68)	23.15
	Increase / (Decrease) in other liabilities	(1.45)	(35.40)
	Increase / (Decrease) in provisions	5.61	(0.05)
	Increase / (Decrease) in other financial liabilities	(9.45)	-
	Cash generated (used in)/ from operations	**(4.31)**	**605.63**
	Direct taxes paid (net of refunds received)	(101.62)	(109.98)
	Net cash flows used in operating activities	**(105.93)**	**495.65**
B)	**Cash flows from/ (used in) investing activities**		
	Purchase of Property, plant and equipment (net)	(121.16)	(68.90)
	Sale of property, plant and equipment	-	5.22
	Proceeds from sale of investments	-	105.66
	Interest received	77.50	9.13
	Proceeds from fixed deposits/(investment) in fixed deposits	(92.06)	(907.93)
	Net cash flows (used in) investing activities	**(135.72)**	**(856.82)**
C)	**Cash flows from/ (used in) financing activities**		
	Proceeds from borrowings	-	(1.72)
	Interest paid	-	(0.02)
	Net cash flows from/(used in) financing activities	**-**	**(1.74)**
	Net (decrease)/ increase in cash and bank balances	**(241.65)**	**(362.91)**
	Cash and bank balances at the beginning of the year	336.41	699.32
	Cash and bank balances at the end of the year	**94.76**	**336.41**

Reconciliation of cash and cash equivalents as per the cash flow statement:

	March 31, 2026	March 31, 2025
Cash and bank balances	94.76	336.41
Balances as per statement of cash flows	**94.76**	**336.41**

The accompanying notes are an integral part of the financial statements.
As per our report of even date attached

For B. K. Khare & Co
Chartered Accountants
ICAI Firm Reg No.: 105102W

Amit Mahadik
Partner
Membership No. 125657

Place: Pune
Date: 4 May, 2026

For and on behalf of the Board of Directors of
Buildtech Products India Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110

Swapnil Vitthal Dhumane
Director
DIN: 10646109

Place: Pune
Date: 4 May, 2026

Statement of Changes in Equity for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

A Equity Share Capital ^ (Refer note 15)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	14	152.10	152.10
Changes in equity shares capital during the year	14	-	-
Balance at the end of the year	14	**152.10**	**152.10**

B Other Equity ^ (Refer note 15)

Description	Attributable to the equity holders of the parent	
	Retained earnings	Total other equity
As at March 31, 2025	**1,933.79**	**1,933.79**
Profit for the year	272.85	272.85
Other Comprehensive Income (net)	0.58	0.58
Total comprehensive income	**273.43**	**273.43**
As at March 31, 2026	**2,207.22**	**2,207.22**

The accompanying notes are an integral part of the financial statements.

For B. K. Khare & Co
Chartered Accountants
ICAI Firm Reg No.: 105102W

Amit Mahadik
Partner
Membership No. 125657

Place: Pune
Date: 4 May, 2026

For and on behalf of the Board of Directors of
Buildtech Products India Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110

Swapnil Vitthal Dhumane
Director
DIN: 10646109

Place: Pune
Date: 4 May, 2026

BUILDTECH PRODUCTS INDIA PRIVATE LIMITED

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

1. Corporate information

Buildtech Products India Private Limited (the Company) is in the business of manufacturing, producing, processing, buying, selling, importing, exporting, distributing, and dealing in all kinds of Construction chemicals, including but not limited to Admixture, Powder, Resinpubase, Waterproofing, Accelerator,Microsilica,Cement Capsule, Resin Capsule, and Poly Fiber & Membrane (together termed as "chemical products").

The Company is a private limited company incorporated under the provisions of The Companies Act, 1956 and domiciled in India. The address of its registered office is S. No. 14/D, F P No. 32/33, Wakdewadi Mumbai Pune Road, Khadki, Pune, Pune City, Khadki, Pune City, Maharashtra, India, 411003

The Board of Directors have authorized to issue these financial statements on May 04, 2026. The CIN of the Company is U74899DL1995PTC073661.

2 Material accounting policies

2.1 Basis of preparation, measurement

a. Basis of preparation

These financial statements have been prepared in accordance with the 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 Sch III) as applicable to the financial statements.

The preparation of the financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

b. Basis of measurement

The financial statements have been prepared on the accrual and going concern basis under historical cost convention except certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

2.2 Summary of material accounting policies, critical accounting estimates and judgements

a. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/noncurrent classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b. Foreign currencies

The Company's standalone financial statements are prepared in INR, which is also the functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

c Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

All financial assets are recognized initially at fair value except for Trade receivables which are recognised initially at the transaction price.

(i) Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in income in the Statement of profit and loss. The losses arising from impairment are recognized in the Statement of profit and loss.

The Company does not have any debt instrument measured at fair value or any equity investments.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognized 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are provided in the following notes:

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

- **Trade receivables -** Refer note 7;

Financial liabilities

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables.

Subsequent measurement of financial liabilities depends on their classification as fair value through profit and loss or at amortized cost. The Company's all financial liability are currently classified under amortized cost.

Amortized cost category is applicable to trade and other payables. After initial recognition the financial liabilities are measured at amortized cost using the EIR method. Gains and losses are recognized in profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are integral part on EIR. The EIR amortization is included as finance cost in the Statement of profit and loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires when an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

3 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

In the application of the Company's accounting policies, the Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on industry experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the Financial Statements.

The areas involving critical estimates or judgements are:

a. Estimates and assumptions related to useful lives of Property, Plant and Equipment (PPE) (Refer note 4)

b. Estimate and assumptions for income taxes (Refer note 10)

c. Estimations used for impairment of trade receivable (Refer note 7);

d. Judgments related to employee benefits expense (Refer note 19)

4 (a) Property, Plant and Equipment (PPE)

Accounting policy

Property, Plant and Equipment (PPE) are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss, if any. All significant costs relating to the acquisition and installation of PPE are capitalized. Subsequent costs/replacement costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Consolidated Statement of profit and loss during the financial year in which they are incurred. The carrying amount of the replaced part is derecognised. The carrying amount of an item of property, plant and equipment shall be derecognized on disposal or when no future economic benefits are expected from its use or disposal.

The Group identifies and determines cost of each component/ part of the asset separately, if the component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed on a regular basis and changes in estimates, when relevant, are accounted for on a prospective basis.

(a) OWNED ASSETS:

Particulars	Buildings	Plant and equipment	Office equipment	Computer	Furniture and fixtures	Vehicles	Total	Capital work-in-progress
Gross carrying amount as at March 31, 2025	174.28	92.74	15.05	3.56	6.93	12.41	304.98	67.68
Additions	-	137.97	2.74		3.64	-	144.36	-
Disposals/Transfers/Adjustments	-	(7.71)	(0.19)	(0.45)	(0.33)	-	(8.68)	-
Gross carrying amount as at March 31, 2026	**174.28**	**223.01**	**17.61**	**3.11**	**10.23**	**12.41**	**440.65**	**-**
Closing accumulated depreciation and impairment as at March 31, 2025	**77.32**	**50.48**	**10.61**	**3.37**	**5.12**	**7.18**	**154.08**	**-**
Charge for the year	10.79	18.95	1.24	0.08	0.83	0.96	32.85	-
Disposals/Transfers/Adjustments		(4.54)	(0.08)	(0.43)	(0.09)		(5.14)	-
Accumulated depreciation and impairment as at 31st March, 2026	**88.12**	**64.89**	**11.77**	**3.02**	**5.85**	**8.14**	**181.79**	**-**
Net Block as at March 31, 2026	**86.16**	**158.12**	**5.84**	**0.09**	**4.38**	**4.27**	**258.86**	**-**
Net Block as at March 31, 2025	**96.96**	**42.26**	**4.44**	**0.19**	**1.81**	**5.23**	**150.89**	**67.68**

(b) CAPITAL WORK-IN-PROGRESS ('CWIP')

Accounting policy

The Group recognises capital work in progress at cost, net of accumulated impairment loss, if any.

Ageing of Capital work-in-progress (CWIP) *:

Description		Amount in CWIP for a period of		
		Less than 1 year	1-2 years	2-3 years
Capital work-in-progress 31st March 2025	As at March 31, 2025	**67.68**	**-**	**-**
Capital work-in-progress 31st March 2026	As at March 31, 2026	**-**	**-**	**-**

(c) Right of use assets

Accounting policy

The Company recognises ROU assets at cost at the commencement date of the lease. The cost of ROU assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. After the commencement date, ROU assets are measured at cost, less any accumulated depreciation and impairment losses and adjusted for any remeasurement of lease liabilities. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. ROU assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated remaining useful lives of the assets, as follows:

- Leasehold Land - 1 to 99 years

	Leasehold land
Gross carrying amount as at March 31, 2025	**69.74**
Additions	-
Gross carrying amount as at March 31, 2026	**69.74**
Closing accumulated depreciation and impairment as at March 31, 2025	**1.68**
Charge for the year	0.84
Closing accumulated depreciation and impairment as at March 31, 2026	**2.52**
Net Block as at March 31, 2026	**67.22**
Net Block as at March 31, 2025	**68.06**

The Company has taken certain assets on lease which has been accounted in accordance with Ind AS 116-Leases under right-of-use assets.

(d) DEPRECIATION AND AMORTISATION EXPENSES

	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation on Property plant and equipment	32.85	28.35
Depreciation on Right to Use Asset	0.84	0.84
Amortisation of intangible asset	8.34	-
Total	**42.03**	**29.19**

(e) INTANGIBLE ASSETS

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Development costs for internally generated intangibles that are directly attributable to the design and testing of identifiable and unique intangible controlled by the Company are recognised as intangible assets where the following criteria are met:

- it is technically feasible to complete the Intangible asset so that it will be available for use
- management intends to complete the Intangible asset and use or sell it
- there is an ability to use or sell the Intangible asset
- it can be demonstrated how the Intangible asset will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the Intangible asset are available, and
- the expenditure attributable to the Intangible asset during its development can be reliably measured.

The cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of intangible assets. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Standalone Statement of Profit and Loss when the asset is derecognized.

Amortization of the asset begins when development is complete and the asset is available for use. It is amortized on a straight-line basis over the period of expected future benefit from the related project, i.e., the estimated useful life subject to a maximum of ten years. Amortization is recognized in the Standalone Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

Assets category	Life (years)
Technical know-how	3 to 6
Computer software	3 to 10

Description	Computer Software
Gross carrying amount as at March 31, 2025	**-**
Additions	44.49
Disposals	-
Gross carrying amount as at March 31, 2026	**44.49**
Accumulated amortisation as at March 31, 2025	**-**
Charge for the year	8.34
Disposals	-
Accumulated amortisation as at March 31, 2026	**8.34**
Net block as at March 31, 2026	**36.15**
Net block as at March 31, 2025	**-**

Notes to financial statements for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

5 Financial risk management

The Company's principal financial liabilities, comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations. Risk is inherent in the Company's activities but it is managed through a process of on going identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to market risk, credit risk and liquidity risk.

The Company's Board of Directors is ultimately responsible for the overall risk management approach and for approving the risk strategies and principles. The management of the Company reviews and agrees policies for managing each of these risks which are summarised below:

I Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk.

Market risk is managed on the basis of pre-determined asset allocations across various asset categories, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

Foreign currency risk

Foreign exchange risk arises when future commercial transactions and relevant assets and liabilities are denominated in a currency that is not the Company's functional currency. Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company's has not entered into any transaction in foreign currency during the year.

Foreign exchange risk is managed on the basis of continuous assessment of current and expected exchange rate movements.

Commodity price risk

Commodity price risk for the Company is mainly related to fluctuations in RM - 1A and Aluminium Sulphate prices which are linked to various external factors, which can affect the production cost of the Company and can lead to drop in operating margin. To manage this risk, processes and policies are put in place by senior management. The policies are reviewed regularly and are implemented by the central procurement team. The Company has not hedged its exposure to future commodity purchases.

	Change in commodity price	Effect on profit before tax	Effect on pre-tax equity
'RM-1A (GUJARAT PCA 510 (L)	+5%	48.61	48.61
	-5%	(48.61)	(48.61)
'ALUMINIUM SULPHATE	+5%	9.40	9.40
	-5%	(9.40)	(9.40)

The sensitivity is calculated by changing the purchase price of commodities by 5% keeping all other factors constant.

Price risk

The Company does not hold investments in equity shares or mutual fund as on the date of Balance Sheet and hence it is not exposed to any such risks.

II Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities and deposits and other balances with banks.

Trade receivables

Customer credit risk is managed subject to the Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous group and assessed for impairment collectively. The calculation is based on losses as per historical data. Credit risk is managed through credit approval process by establishing credit limits along with continuous monitoring of credit worthiness of customers to whom credit terms are granted. Wherever required, credit risk of receivables is further covered through letter of credit, bank guarantee, business deposits and such other forms of credit assurance schemes.

	As at March 31, 2026		As at March 31, 2025	
	Gross	Expected loss allowance	Gross	Expected loss allowance
Not due	-	-	-	-
Less than 6 months	975.73	6.38	799.20	5.80
6 months to 1 years	204.21	-	206.44	-
1 to 2 years	79.95	26.38	14.90	4.92
> 2 years	61.19	54.29	50.36	44.75
Total	**1,321.08**	**87.05**	**1,070.90**	**55.46**

Financial instruments and bank deposits

Credit risk from balances with banks and other financial assets are managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties having a good market reputation and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

III Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations.

The management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, the Company's liquidity management policy involves projecting future cash flows and considering the level of liquid assets necessary to meet these and monitoring balance sheet liquidity ratios against internal requirements. The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments:

(i) Maturities of financial liabilities

The tables below summarises the Company's financial liabilities into relevant maturity profile based on contractual undiscounted payments :

March 31, 2026	On demand	Less than 3 months	3 months to 1 year	More than 1 years	Total
Year ended 31 March 2026					
Other financial liabilities	-	21.06	-	-	21.06
Trade payables	-	456.20	34.30	3.04	493.54
Total	**-**	**477.27**	**34.30**	**3.04**	**514.60**
Year ended 31 March 2025					
Other financial liabilities	-	30.51	-	-	30.51
Trade payables	12.05	650.06	-	-	662.11
Total	**12.05**	**680.57**	**-**	**-**	**692.62**

6. (a) COMPLIANCE WITH SECTION 143 (3) FOR AUDIT TRAIL

I. The Company is required to maintain the books of account which are accessible in India at all times and their backup is to be kept on servers located in India on a daily basis. The Company has a process to take daily back-up of books of account maintained in electronic mode and along with the logs of the back-up of such books of account. The Company has complied with the provision of section 143(3) of the act for maintenance of books of account.

II. The Company has used accounting software for maintaining its books of account 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 that audit trail feature is not enabled for direct changes to data for users with certain privileged access rights to the Infor Baan application. Further no instance of audit trail feature being tampered with was noted in respect of other software. Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

6. (b) ACCOUNTING PRONOUNCEMENTS

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. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective: Amendment to Ind AS 1 Presentation of Financial Statements. Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

7 TRADE RECEIVABLES - AT AMORTIZED COST

Accounting policy

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

(a) CURRENT TRADE RECEIVABLES

	As at March 31, 2026	As at March 31, 2025
Trade receivables from:		
i) Related parties (note 32)	112.33	41.99
ii) Others	1,121.70	973.45
Total	**1,234.03**	**1,015.44**
Break-up for security details		
Secured, considered good		
Unsecured, considered good	1,234.03	1,015.44
Trade receivables which has a significant increase in credit risk	87.05	55.46
Trade receivables - credit impaired	(87.05)	(55.46)
Total	**1,234.03**	**1,015.44**

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any receivable from firms or private companies in which any director is a partner, a director or a member, respectively.

The ageing of current trade receivables which are due for receipt:

Particulars		Outstanding for the following period					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables-considered good	March 31, 2026	975.73	204.21	79.95	20.90	40.29	**1,321.08**
	March 31, 2025	799.20	206.44	14.90	17.01	33.36	**1,070.91**
Less: Impairment allowance	March 31, 2026						**(87.05)**
	March 31, 2025						**(55.46)**
Total	March 31, 2026						**1,234.03**
	March 31, 2025						**1,015.44**

The above ageing includes retention receivables which are classified as due or not due on the basis of the contractual terms with respective customers.

(c) Expected Credit Loss (ECL)

Accounting Policy

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss and credit risk exposure on the financial assets that are debt instruments measured at amortized costs e.g. loans, deposits, trade receivables, contractual receivables and bank balances. The Company follows 'simplified approach' for recognition of impairment allowance. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment allowance based on 12-month ECL. The Company considers current and anticipated future economic conditions relating to industries the Company deals with and the countries where it operates.

ECL impairment allowance (or reversal) recognized during the period is recognized as income/expense in the Consolidated Statement of profit and loss under the head 'other expenses' in the Consolidated Statement of profit and loss. ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

The following table summarises the change in impairment allowance measured using the life time expected credit loss model (Pursuant to Ind AS 109):

Notes to financial statements for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

	Provision on trade receivables		Provision on unbilled revenue	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2026
At the beginning of the year	55.46	64.67	-	
Less: Bad debts/write off	-	-	-	
	55.46	64.67	-	-
Add: Provision made during the year	31.59	-		
Less: Utilized/reversed during the year	-	(9.21)	-	
Exchange differences	-	-	-	-
At the end of the year	**87.05**	**55.46**	**-**	**-**

8 INVESTMENTS

TOTAL CURRENT INVESTMENTS	As at March 31, 2026	As at March 31, 2025
Investments at Fair value through Profit and Loss		
Liquid/ Liquid Plus and Duration funds (Quoted)		
Units of Mutual Funds (Quoted)	-	-
Sub total (A)	**-**	**-**
Investments at amortised cost		
Investments in Corporate Fixed Deposits (Unquoted)	-	-
Sub total (B)	**-**	**-**
Investments at amortised cost		
Investments in Corporate Bonds (Unquoted)	-	-
Sub total (C)	**-**	**-**
Total Current Investments D=(A+B+C)	**-**	**-**
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment in the value of investments	-	-

9 OTHER FINANCIAL ASSETS - AT AMORTIZED COST

Accounting policy

Contract assets: A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration and are transferred to trade receivables on completion of milestones and its related invoicing. Contract assets are recorded in balance sheet as unbilled revenue.

(a) Other Non-Current Assets

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with remaining maturity more than twelve months #	-	912.94
Security deposits	0.79	0.79
Total	**0.79**	**913.73**

(b) OTHER CURRENT ASSETS

Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits*	1.86	1.76
Other receivables	-	70.89
Others	70.49	-
Total	**72.35**	**72.65**

10 INCOME TAXES

Accounting policy

Tax expense comprises current tax expense and deferred tax.

Current tax

Current 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 tax jurisdictions where the Company operates and generates taxable income.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The major components of income tax expense for the year ended March 31, 2026 and March 31, 2025 are:

Statement of profit and loss	As at March 31, 2026	As at March 31, 2025
Current tax	110.54	119.11
Deferred tax	(0.49)	(2.33)
Income tax expense reported in the consolidated statement of profit or loss	**110.05**	**116.79**

Other comprehensive income	As at March 31, 2026	As at March 31, 2025
Deferred tax related to items recognised in other comprehensive income during the year		
Net gain/(loss) on remeasurements of defined benefit plans	0.19	0.13
Deferred tax credit in other comprehensive income	**0.19**	**0.13**

Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate

Balance Sheet	As at March 31, 2026	As at March 31, 2025
Accounting profit before tax	382.90	385.76
At India's statutory income tax rate (as per Income Tax Act, 1961) of 25.17% (March 31, 2025: 25.17%)	96.38	97.1
- Items allowed on payment basis/ temporary disallowances	(19.88)	16.11
- Tax expenses for earlier years	28.64	-
- Deferred tax on account of utilization of losses of previous year(s)	(0.49)	(2.33)
- Other permanent differences	5.40	5.90
Effective tax	**110.05**	**116.79**
Income tax expense reported in the consolidated statement of profit or loss	**110.05**	**116.79**

Deferred tax

Balance Sheet	As at March 31, 2026	As at March 31, 2025
Deferred tax relates to the following :		
Impact of difference between tax depreciation and depreciation/ amortisation charged for financial reporting purposes	12.30	18.77
Provision for doubtful debts, advances and liquidated damages	21.91	13.96
Employee benefit obligations	(0.29)	-
Items allowed on payment basis	4.78	6.99
40(a) disallowance	1.31	-
Net deferred tax assets	**40.01**	**39.71**

Reconciliation of deferred tax assets (net)	As at March 31, 2026	As at March 31, 2025
Opening balance	39.71	37.26
Tax (expense)/ income during the year recognised in profit or loss	0.49	2.33
Tax (expense)/ income during the year recognised in OCI	(0.19)	0.13
Closing balance	**40.01**	**39.71**

Balance Sheet	As at March 31, 2026	As at March 31, 2025
Income tax asset (net)	-	6.96
Liabilities for current tax (net)	1.97	-
Net deferred tax assets	**1.97**	**6.96**

11 OTHER ASSETS

	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Advance to suppliers	1.24	0.10
Advance to employees	1.76	1.30
Balances with government authorities	10.82	8.92
Total	**13.82**	**10.32**

There were no advances due by directors or officers of the Holding company or any of them severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a member.

12 INVENTORIES

Accounting policy

Inventories are stated at the lower of cost and net realisable value (NRV). Cost of inventory includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Costs of inventories are determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Write down of inventories are calculated based on an analysis of foreseeable changes in demand, technology, market conditions and ageing of inventories.

	As at March 31, 2026	As at March 31, 2025
Raw materials, components and bought-outs **	64.88	84.14
Finished goods	1.48	20.87
Traded goods	-	1.72
Total	**66.36**	**106.73**

13 (a) CASH AND CASH EQUIVALENTS

Accounting policy

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the Consolidated Statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- in current accounts (including balances with EEFC accounts)	94.76	336.41
Total	**94.76**	**336.41**

(b) OTHER BANK BALANCES - AT AMORTIZED COST

	As at March 31, 2026	As at March 31, 2025
Bank deposits with original maturity more than three months and remaining maturity less than twelve months	1,005.00	-
Total	**1,005.00**	**-**

14 SHARE CAPITAL

Accounting policy

Equity shares issued to shareholders are classified as equity. Incremental costs directly attributable to the issue of new equity shares are recognized as a deduction from equity, net of any related income tax effects.

	As at March 31, 2026	As at March 31, 2025
Authorized shares		
20,00,000 equity shares of Rs. 10/- each.	200.00	200.00
	200.00	**200.00**
Issued, subscribed and fully paid share capital		
15,21,000 equity shares of Rs. 10/- each.	152.10	152.10
Total issued, subscribed and fully paid-up share capital	**152.10**	**152.10**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

	No. of shares	Rs.
Equity share of Rs. 10 each issued, subscribed and fully paid		
As at March 31, 2025	15,21,000	152.10
Changes during the year	-	-
As at March 31, 2026	**15,21,000**	**152.10**

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

(b) Terms/rights attached to equity shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors of the Holding Company is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Holding Company

	As at March 31, 2026	As at March 31, 2025
Thermax Limited (Holding Company)		
%	100.00	100.00
No. of shares	15,21,000	15,21,000

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 the legal ownerships of shares.

(e) Details of equity shares held by promoters in the Promotors/ Holding Company

	As at March 31, 2026	As at March 31, 2025
Thermax Limited (Holding Company)		
%	100.00	100.00
No. of shares	15,21,000	15,21,000
% of change during the year	-	-

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 the legal ownerships of shares.

15 (a) OTHER EQUITY

	As at March 31, 2026	As at March 31, 2025
Reserves and surplus		
Retained earnings		
Opening balance	1,933.79	1,665.20
Add: Profit for the year	272.85	268.98
Movement during the year	272.85	268.98
Items of other comprehensive income recognised directly in retained earnings:		
Share of OCI of associates (Re-measurement of defined benefit plans (net of tax))	0.58	(0.39)
Net surplus in the Statement of profit and loss	**2,207.22**	**1,933.79**
Total Reserves and Surplus	**2,207.22**	**1,933.79**

General reserve

Represents amounts transferred from retained earning in earlier years as per the requirements of the erstwhile Companies Act 1956 of India and other countries' corporate laws.

(b) DISTRIBUTION MADE AND PROPOSED

Dividends

Accounting policy

Dividend to equity shareholders is recognized as a liability in the period in which the dividends are approved by the equity shareholders. Interim dividends that are declared by the Board of Directors without the need for equity shareholders' approvals are recognized as a liability and deducted from shareholders' equity in the year in which the dividends are declared by the Board of directors.

16 Borrowings - At Amortized Cost

(a) Non-current borrowings

	As at March 31, 2026	As at March 31, 2025
Secured loans	-	-
Total non-current borrowings	**-**	**-**

17 Trade payables at amortized cost

(a) Current Trade Payables

	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	373.18	137.42
Total outstanding dues of creditors other than micro enterprises and small enterprises	120.36	524.69
i) Related parties (note 32)	13.78	55.06
ii) Others	106.58	469.63
Total	**493.54**	**662.11**

For terms and conditions with related parties, refer note 32

Trade payables are non-interest bearing and are generally on terms up to 120 days

The ageing of current trade payables which are due for payment :

Particulars		Not Due	Outstanding for the following period from due date of payments				Total
			Less than a year	1-2 years	2-3 years	More than 3 years	
(i) Micro enterprises and small enterprises	March 31, 2026	336.79	33.35	3.04	-	-	**373.18**
	March 31, 2025	120.12	3.33	3.94	10.03	-	**137.42**
(ii) Others	March 31, 2026	119.41	0.95	-	-	-	**120.36**
	March 31, 2025	438.34	10.64	-	-	-	**448.98**
(iii) Disputed dues - Micro enterprises and small enterprises	March 31, 2026	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	**-**
(iv) Disputed dues- Others	March 31, 2026	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	**-**
Sub-total	March 31, 2026	456.20	34.30	3.04	-	-	**493.54**
	March 31, 2025	558.46	13.97	3.94	10.03	-	**586.40**
Unbilled trade payable (Pertains to accured expenses/liabilities)	March 31, 2026	-	-	-	-	-	**-**
	March 31, 2025	-	-	-	-	-	**75.71**
Total	March 31, 2026	-	-	-	-	-	**493.54**
	March 31, 2025	-	-	-	-	-	**662.11**

Dues to micro small and medium enterprises

Particulars	As at March 31, 2026	As at March 31, 2025
Dues remaining unpaid as at 31st March-26		
- Principal	341.84	123.16
- Interest on the above	0.01	14.26
Interest paid in terms of Section 16 of the Act, along with the amount of payment made to the supplier beyond the appointed day during the year		
- Principal paid beyond the appointed date	863.99	207.91
- Interest paid in terms of Section 16 of the Act	-	-
Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	17.08	14.26
Amount of interest accrued and remaining unpaid as at 31st March 26	31.34	14.26

18 Financial Liabilities

(a) Other Non-Current Liabilities

	As at March 31, 2026	As at March 31, 2025
At amortized cost		
Employee related payables	21.06	30.51
Total	**21.06**	**30.51**

19 Provisions

Accounting policy

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Consolidated Statement of profit and loss in subsequent periods.

Estimates and assumptions

• Defined benefit plan - Gratuity

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter which is most subjected to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. Future salary increases are based on expected future inflation rates.

(a) Current provisions

	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity	3.00	0.58
Provision for leave encashment	3.64	1.22
Total	**6.64**	**1.80**

(b) Gratuity

	As at March 31, 2026	As at March 31, 2025
Current liability	(3.00)	(0.58)
Non-current liability	-	-
Net asset	**(3.00)**	**(0.58)**

I Changes in the net benefit obligation and fair value of plan assets are as follows :

Particulars	Present value of obligation	Fair value of plan assets	Net amount
March 31, 2025	**28.94**	**(28.36)**	**0.58**
Current service cost	3.00	-	**3.00**
Past service cost	0.14	-	**-**
Interest expense/(income)	1.81	(1.77)	**0.04**
Total amount recognised in (Profit) or Loss	**4.95**	**(1.77)**	**3.18**
Return on plan assets (income)	-	(0.08)	**(0.08)**
Actuarial loss from change in demographic assumptions	-	0.01	**0.01**
Actuarial Gain from change in financial assumptions	(0.70)	-	**(0.70)**
Total amount recognised in Other Comprehensive Income	**(0.70)**	**(0.07)**	**(0.77)**
Employer contributions	-	-	**-**
Benefits paid	(4.82)	4.82	**-**
March 31, 2026	**28.38**	**(25.38)**	**3.00**

II The net liability disclosed above relates to funded plans which are as follows :

	March 31, 2026	March 31, 2025
Present value of funded obligation	28.38	28.94
Fair value of plan assets	(25.38)	(28.36)
Surplus of funded plan	**3.00**	**0.58**

III Significant assumptions

The principal actuarial assumptions were as follows :

	March 31, 2026	March 31, 2025
Discount rate	7.3%	6.8%
Salary growth rate	7.0%	7.0%
Normal retirement age	60	60
Mortality table	IALM(2012-14) ult	IALM(2012-14) ult
Employee turnover	Staff-12%, Worker 5%	5%

IV Sensitivity analysis

The sensitivity of defined obligation to changes in the weighted principal assumptions is:

Assumption	As at March 31, 2026		As at March 31, 2025	
	Impact of 1% increase	Impact of 1% decrease	Impact of 1% increase	Impact of 1% decrease
Discount rate	26.66	30.38	26.92	31.34
Future salary increase	30.08	26.89	31.07	27.12
Attrition rate	28.43	28.35	28.92	28.99

The above sensitivity analysis is based on a change in assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the Projected Unit Credit Method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

20 Other liabilities

(a) Other Current Liabilities

Contract liabilities

	As at March 31, 2026	As at March 31, 2025
Contract liabilities		
Customer advances	2.72	4.34
Statutory dues and other liabilities**	4.10	3.93
Total	**6.82**	**8.27**

21 Revenue From Operations

Accounting policy

Revenue from Contracts with Customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks. The Group collects goods and services tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Group. Hence, it is excluded from revenue.

The Group has following streams of revenue:

- **Revenue from Sale of goods**

The Group recognizes revenue at a point-in-time. The point-in-time is determined when the control of the goods or services is transferred which is determined based on when the significant risks and rewards of ownership are transferred to the customer. Apart from this, the Group also considers its present right to payment, the legal title to the goods, the physical possession and the customer acceptance in determining the point in time where control has been transferred.

- **Revenue from Sale of services**

Revenue in respect of operation and maintenance contract, awarded on a standalone basis or included in long term contracts and identified as a separate performance obligation, is recognized on a time proportion basis under the contracts.

(a) Revenue From Contract With Customers

	Year ended March 31, 2026	Year ended March 31, 2025
Revenue from projects and products	3,190.21	2,864.77
Revenue from services	-	-
Total revenue from contracts with customers (a)	**3,190.21**	**2,864.77**

(b) Disclosure Pusuant To Ind As 115: Revenue From Contract Wih Customers

i) By category of contracts

	Year ended March 31, 2026	Year ended March 31, 2025
Over a period of time basis	-	-
At a point-in-time basis	3,190.21	2,864.77
Total revenue from contracts with customers	**3,190.21**	**2,864.77**

ii) Contract balances

The following table provides information about contract balances from contracts with customers as at the reporting date:

	As at March 31, 2026	As at March 31, 2025
Trade receivables (note 7)	1,234.03	1,015.44
Customer advances (Contract liability)	2.72	4.34

22 Other income

Accounting policy

i) Interest Income

For all debt instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest income is included in finance income in the Consolidated Statement of profit and loss.

	Year ended March 31, 2026	Year ended March 31, 2025
Interest income from financial assets at amortised cost		
Bank deposits	68.88	9.13
Other interest income	8.62	-
Net Gain/(loss) on sale of investment	-	0.82
Gain on Sale of Mutual Fund measured at fair value through profit or loss	-	1.21
Net Gain/(loss) on disposal of property, plant & equipment	-	0.21
Interest and other misc income	-	18.94
Miscellaneous income	3.07	4.00
Total	**80.57**	**34.32**

23 Cost of raw material and components consumed

	Year ended March 31, 2026	Year ended March 31, 2025
Inventories at the beginning of the year	84.14	119.53
Add: Purchases	2,129.44	1,787.58
	2,213.58	**1,907.11**
Inventories at the end of the year	(64.88)	(84.14)
Total	**2,148.69**	**1,822.97**

24 Decrease/(Increase) In Inventories Of Finished Goods, Work-In-Progress And Traded Goods

	Year ended March 31, 2026	Year ended March 31, 2025
Inventories at the beginning of the year		
Finished goods	20.87	-
Traded goods	1.72	-
	22.59	-
Less: inventories at the end of the year		
Finished goods	1.48	20.87
Traded goods	-	1.72
	1.48	**22.59**
Total	**21.11**	**(22.59)**

25 Employee Benefit Expenses

	Year ended March 31, 2026	Year ended March 31, 2025
Salaries and wages	196.96	321.44
Contribution to provident and other funds	5.30	6.54
Gratuity expense (note 19)	3.18	1.62
Staff welfare expenses	2.15	0.68
Total	**207.59**	**330.29**

26 Finance cost

Accounting policy

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

	Year ended March 31, 2026	Year ended March 31, 2025
Interest on car loan	-	0.02
Other interest *	17.11	14.26
Total	**17.11**	**14.28**

* MSME Interest

Notes to financial statements for the year ended March 31, 2026

(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

27. Other expenses

	Year ended March 31, 2026	Year ended March 31, 2025
Consumption of stores and spare parts	0.69	4.20
Power and fuel	6.41	5.61
Freight and forwarding charges (net of recovery)	73.13	105.38
Site expenses and contract labour charges	28.72	-
Drawing, design and technical service charges	0.15	-
Sales commission	120.27	51.34
Advertisement and sales promotion	0.47	6.76
Rent	14.75	14.30
Rates and taxes	13.79	34.76
Insurance	0.72	1.06
Repairs and maintenance:		
Plant and machinery	1.07	9.65
Buildings	0.04	-
Others	4.42	2.00
Travelling and conveyance	14.03	22.41
Legal and professional fees	87.68	63.10
Provision for impairment allowance of financial assets (net)	31.59	(9.21)
Warranty expenses (net)	2.19	-
(Gain)/loss on sale/discard of assets (net)	3.54	0.02
CSR expenditure	-	8.34
Miscellaneous expenses (includes printing, communication, security expense, etc.)	47.69	19.47
Total	**451.35**	**339.19**

28 Earnings per share

Accounting policy

The Company presents the basic and diluted EPS data for its equity shares. Basic EPS is computed by dividing the net profit for the year attributable to the equity shareholders of the Parent by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares considered for deriving basic EPS for the effects of all the equity shares that could have been issued upon conversion of all dilutive potential equity shares (which includes the various stock options granted to employees).

The following table reflects the income and earnings per share data used in the basic and diluted EPS computation:

	March 31, 2026	March 31, 2025
Profit after tax attributable to the equity holders (a)	272.85	268.98
Weighted average number of shares considered for calculating basic EPS (b)	15,21,000	15,21,000
Weighted average number of shares considered for calculating diluted EPS (c)	15,21,000	15,21,000
Nominal valur per share (Rs.)	10.00	10.00
Basic earnings per share (d) = (a)/(b)	17.94	17.68
Diluted earnings per share (e) = (a)/(c)	17.94	17.68

29. Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve and surplus in equity is shown below:

For the year ended March 31, 2026	Cash flow hedge reserve	Foreign Currency translation reserve	Retained earnings	Total
Foreign currency translation differences	-	-	-	-
Interest rate swap	-	-	-	-
Foreign exchange forward contracts	-	-	-	-
Reclassified to statement of profit or loss (Net)	-	-	-	-
Re-measurement gains on defined benefit plans	-	-	0.58	0.58
Total	**-**	**-**	**0.58**	**0.58**

For the year ended March 31, 2025	Cash flow hedge reserve	Foreign Currency translation reserve	Retained earnings	Total
Foreign currency translation differences	-	-	-	-
Interest rate swap	-	-	-	-
Foreign exchange forward contracts	-	-	-	-
Reclassified to statement of profit or loss (Net)	-	-	-	-
Re-measurement gains on defined benefit plans	-	-	(0.39)	(0.39)
Total	**-**	**-**	**(0.39)**	**(0.39)**

30 Contingent Liabilities and Commitments

A Contingent liabilities

Accounting policy

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Judgements

Contingencies relating to tax and legal matters

The Company has received various orders and notices from tax authorities in respect of direct taxes and indirect taxes. The outcome of these matters may have a material effect on the financial position, results of operations or cash flows. Management regularly analyzes current information about these matters and provides provisions for probable losses including the estimate of legal expense to resolve such matters. In making the decision regarding the need for loss provisions, management considers the degree of probability of an unfavorable outcome and the ability to make a sufficiently reliable estimate of the amount of loss. The filing of a suit or formal assertion of a claim against the Company or the disclosure of any such suit or assertions, does not automatically indicate that a provision of a loss may be appropriate.

a) Details of Contingent liabilities

Contingent liabilities provided for as on 31 March 2026 is Nil (Nil as on 31 March 2025)

b) Guarantees

Aggregate amount of Bank Guarantees other than the Performance Guarantees outstanding as on 31st March 2026 is Nil (Nil as on 31st March 2025)

c) There are certain law suits, disputes, warranty claims, etc., including commercial matters that arise from time to time in the ordinary course of business, the amounts involved in such matters are currently not quantifiable. However, based on managements assessment under Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets" , that claims are not tenable/probability of final outcome against the Company is low and therefore not disclosed as contingent liabilities.

B Capital and other commitments

(i) Estimated amount of Contracts remaining to be executed on capital account and not provided for (Net of advances) as on 31 March 2026 is ₹ 0.44 lacs (80.98 as on 31 March 2025)

31 Disclosure of Ratios :

Ratios	Numerator	Denominator	Description	As at 31 March 2026	As at 31 March 2025	% of variance	Remarks
Current Ratio	Current Assets	Current Liability	The current ratio indicates Company's overall liquidity position	2.62	1.72	51.7%	The Current Ratio increased from 1.72 to 2.62 during the year, primarily due to a reduction in trade payables, resulting in an improved liquidity position.
Return on Equity Ratio	Net profits after taxes - Preference Dividend (if any)	Average Shareholder's Equity	It measures the profitability of equity funds invested in the Company	12.3%	13.8%	(10.9%)	The decreased in return on equity from 13.8% to 12.3% primarily due to decreased profitability during the year
Inventory turnover ratio	Cost of Goods sold	Average Inventory	This ratio measures the efficiency with which a Company utilizes or manages its inventory	25.07	15.91	57.5%	The increase in inventory turnover ratio from 15.91 to 25.07 Primarily due to improved inventory management and faster movement of goods during the year
Trade Receivables turnover ratio	Net Credit Sales	Average Trade Receivables	This ratio measures the efficiency at which the Company is managing the receivables	2.84	2.55	11.1%	The increase in trade receivables turnover ratio from 2.55 to 2.84 mainly due to improved efficiency in collection of receivables during the year.
Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	This ratio indicates the number of times sundry creditors have been paid during a period	3.69	2.77	33.3%	The increase in trade payables turnover ratio from 2.77 to 3.69 due to faster settlement of dues to MSME suppliers during the year
Net capital turnover ratio	Net Sales	Working Capital	This ratio indicates a company's effectiveness in using its working capital	3.72	5.69	(34.6%)	The Net Capital Turnover Ratio decreased from 5.69 to 3.72 during the year, primarily due to an increase in trade receivables of ₹ 218 Lacs.
Net Profit Ratio	Net Profit	Total Sales	This ratio measures the relationship between net profit and sales of the business	8.6%	9.3%	(7.8%)	The Net Profit Ratio decreased from 9.3% to 8.6% during the year, primarily due to a decline in gross margins, which impacted overall profitability.
Return on Capital employed	Earning before Interest & Tax (PBIT)	Capital Employed	Return on capital employed indicates the ability of a company's management to generate returns for both the debt holders and the equity holders	17.2%	19.6%	(11.8%)	The Return on Capital Employed (ROCE) decreased from 19.6% to 17.2% during the year, primarily due to capital expenditure of ₹ 121 lakhs. The benefits of this investment are expected to be realized in subsequent periods.

32A Related party disclosures.

A Names of related parties and related party relationship:

Related parties where control exists.

I Ultimate Holding Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	RDA Holdings Private Limited	India

II Holding Company

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Limited	India

B Related parties with whom transactions have taken place during the year :

Sr. No.	Name of the entity	Place of business/ Country of incorporation
1	Thermax Limited	India
2	Mr.Dinesh Mandhana	India
3	Mr.Swapnil Dhumane	India
4	Mr.Sandeep Deshpande	India

C Key Management Personnel:

1	Mr.Dinesh Mandhana	Director
2	Mr.Swapnil Dhumane	Director
3	Mr.Sandeep Deshpande	Director

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakh, except per share data and unless stated otherwise)

32B Transactions with related parties:

	Holding Company		Key Management Personnel		Total	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
a. Transactions during the year						
Revenue from contracts with customers	768.44	73.82	-	-	768.44	73.82
Reimbursement of expenses	16.39	55.06	-	-	16.39	55.06
Salaries,wages and bonus	81.87	-	-	165.60	81.87	165.60
Rent paid	0.75	-	-	4.95	0.75	4.95
Purchase of Trademark	-	-	-	5.21	-	5.21
Purchase of Raw material	60.79	-	-	-	60.79	-
b. Balances as at reporting date						
Account Receivable	112.33	41.99	-	-	112.33	41.99
Account Payable	13.78	55.06	-	-	13.78	55.06

33 Other Statutory Information

Below disclosures are not given since there are no such transactions

(a) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

(b) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(c) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(d) The Company does not have any transaction which is not recorded in the books of account 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.

(e) There is no Scheme of Arrangement approved by the Competent Authority in terms of Sections 230 to 237 of the Companies Act, 2013.

(f) 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

(g) 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

(h) The Company has complied with the the number of layers prescribed under of Section 2(87) of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(i) The Company has not been declared willful defaulter by any bank or financial Institution or other lender.

(j) There is no transactions and balances with struck off companies for year ended March 31, 2026.

(k) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

The accompanying notes are an integral part of the financial statements.

For B. K. Khare & Co
Chartered Accountants
ICAI Firm Reg No.: 105102W

Amit Mahadik
Partner
Membership No. 125657

Place: Pune
Date: 4 May, 2026

For and on behalf of the Board of Directors of
Buildtech Products India Private Limited

Dinesh Satyanarayanji Mandhana
Director
DIN: 10646110

Swapnil Vitthal Dhumane
Director
DIN: 10646109

Place: Pune
Date: 4 May, 2026

For the convenience of the readers of this compilation, the audited financial statements of overseas subsidiaries prepared in local currencies, equivalent rupee amounts have also been additionally stated converted at the exchange rates as on March 31, 2026.

THERMAX EUROPE LIMITED

Board of Directors
Venkatesh Balasubramanian
Sandeep Suresh Mandke

Secretary
Connolly Accounts &
Business Advisors Ltd.

Registered Office
The Stable Yard
25-33 Vicarage Road
Stony Stratford
Milton Keynes
Buckinghamshire
MK11 1BN

Bankers
HSBC Bank Plc
60 Queen Victoria Street
London
EC4N 4TR

Auditors
CED Accountancy Services Ltd
1 Lucas Bridge Business Park
Old Greens Norton Road
Towcester
Northamptonshire
NN12 8AX

STRATEGIC REPORT

FOR THE YEAR ENDED 31 MARCH 2026

The directors present their strategic report for the year ended 31 March 2026.

REVIEW OF BUSINESS

The performance for the financial year 25-26 was in line with what was budgeted at the beginning of the year and higher than the previous financial year.

The year closed with a turnover of £5.3 Million (previous year £3.8 Million). The pre-tax profit stands at £554,190 (previous year £152,220).

The order booking for the year stands at £2.2 Million.

The Chiller business continues to be driven by on-site power generation market in Italy, Germany and Eastern European countries. The Heat Pump business is driven by the district heating sector and the commitment made by the European countries, to reduce their dependency on coal and increase energy efficiencies.

The Service & spare parts business has been higher than budgeted and last year's turnover.

The outlook for 2026-27 will be higher than present year due to presence of tenders for large heat pump projects in Europe and a possibility to enter a large Data centre project. With a new distributor in Germany, Switzerland and Austria, the focus will be on large scale projects in this region.

PRINCIPAL RISKS AND UNCERTAINTIES

The core business of Thermax Europe Ltd is the sales and service of Absorption chillers and heat pumps, manufactured by our parent company Thermax Ltd. Near term risk to the business comes from other competitors from the Far East, who could drive down the prices affecting the company's bottom line and sales. Any changes in government policies regarding energy can also affect the market for the type of equipment the company markets. The recent strides taken by renewable energy sector will be a long-term threat to businesses that directly or indirectly deal with equipment supply that rely on fossil fuel. The chillers and heat pumps the company markets falls in this category.

On financial management, the company has established a risk management framework whose primary objectives are to protect the company from events that hinder the achievement of the company's performance objectives. The objectives aim to ensure sufficient working capital exists.

SECTION 172(1) STATEMENT

Directors confirm that, during the year, they continued to promote the success of the Company for the benefit of all stakeholders. In doing so, the Board's desire to act fairly for its sole member, maintain a reputation for high standards of business conduct, and consider the long-term consequences of the decisions they take, have underpinned the way it operates.

EXPOSURE TO PRICE, CREDIT, LIQUIDITY AND CASH FLOW RISK

Cash flow risk is the exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability. The Company finances its operations with cash and working capital items such as trade debtors and trade creditors that arise directly from its operations.

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The company aims to mitigate liquidity risk by managing cash generation by its operations and credit facilities.

Credit risk is the risk that one party to financial instruments will cause a financial loss for that other party failing to discharge an obligation. The policy is aimed at minimising such losses and requires that the deferred terms are granted to customers who demonstrate an appropriate payment history and satisfy credit worthiness procedures. The director sets working capital targets including debtor days. Outstanding balances are reviewed by staff on a regular basis, in conjunction with debt ageing, and the Company operates a robust collection procedure.

NON-FINANCIAL INFORMATION

The company is a buy and sell company catering to European market for Absorption chillers and heat pumps. All chillers and heat pumps are manufactured by the parent company in India. The business strategy involves working with appointed distributors across continental Europe and key relationship with large contractors. In the UK the business model is working with HVAC contractors. The company also has a revenue stream from sales of spare parts and service support

Through 'Thermax Cares', the group companies are inculcating environmental consciousness into the organizational culture. We have undertaken various initiatives to encourage employees and their families to contribute to reducing the earth's carbon and water footprint. Thermax is committed to minimise the use of natural resources and the impact of its operations on nature. It remains committed to building its Natural Capital through resource efficiency and excellence in environmental performance. The company is constantly measuring and managing the impact of its business and manufacturing operations on the environment, and taking necessary measures to reduce energy, water, and material consumption

Thermax Group remains steadfastly focussed on nurturing a healthy organisation and a capable workforce, with an inclusive approach to its resources and human rights. At the core of its people policy is the company's thrust on building and retaining its critical skills, enhancing its performance potential, and developing its leadership capabilities. We provide necessary growth opportunities to have an engaged and committed workforce to drive the organisation towards growth. Some of the ways in which the company engages with the employees include open forums, online and functional training, people and leadership development, communication blogs, and celebrations like Technology Day, Environment Day, and Safety Week.

THERMAX EUROPE LIMITED

The company recognises that its business sustainability is premised on the relationships it builds with its communities. It acknowledges the importance of its societal welfare initiatives to promote sustainable growth. Its key objective is to facilitate quality education for children from economically weaker backgrounds, to help them come out of the vicious cycle of poverty. Further, Thermax Foundation works closely with the vulnerable communities around the company's manufacturing locations, and encourages key projects based on need-based evaluation.

The company's Corporate Governance framework encompasses its transparent systems, processes, and principles. It is designed to help Thermax create wealth for its stakeholders on a sustainable basis. It enables the company to conduct its business in a smooth manner and engage with its stakeholders. The company identifies material issues by engaging with multiple stakeholders - investors, shareholders, media, government, employees, vendors and suppliers, customers, and the community.

The company has a strong culture and elaborate processes to reduce the risk of unethical conduct, including a clear code of conduct and whistle blower policy. The Company is committed to operating its businesses with integrity and adopting governance policies that promote the thoughtful and independent representation of its stakeholders' interests.

The company adheres to all applicable local and international laws including social, human rights, anti-corruption, health & safety, environmental and employment laws. The subsidiary is advised by the parent company on some of these matters and others through local external consultants.

FOREIGN CURRENCY RISK

The company's principal foreign currency exposures arise from trading with overseas companies. Company policy permits but does not demand that these exposures may be hedged in order to fix the cost in sterling.

ON BEHALF OF THE BOARD:

Sandeep Suresh Mandke

Director

Date: 27 May, 2026

Report of the Directors

FOR THE YEAR ENDED 31 MARCH 2026

The directors present their report with the financial statements of the company for the year ended 31 March 2026.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the sale and service of absorption chillers.

DIVIDENDS

No dividends will be distributed for the year ended 31 March 2026.

DIRECTORS

The directors set out in the table below have held office during the whole of the period from 1 April 2025 to the date of this report.

The directors shown below were in office at 31 March 2026 but did not hold any interest in the Ordinary shares of £1 each at 1 April 2025 or 31 March 2026.

Venkatesh Balasubramanian

Sandeep Suresh Mandke

STATEMENT OF CORPORATE GOVERNANCE ARRANGEMENTS

Details of the group's corporation governance arrangements can be found on Thermax Limited's website.

DISCLOSURE IN THE STRATEGIC REPORT

The company has chosen in accordance with the Companies Act 2006, s 414C(11) to set out in the company's strategic report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch 7 to be contained in the directors' report. It has done so in respect of:

- Business model
- Review of business
- Principal risks and uncertainties
- Section 172(1) Statement
- Exposure to price, credit, liquidity and cash flow risk
- Likely future developments in the business

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:

Sandeep Suresh Mandke

Director

Date: 27 May, 2026

Directors' Responsibilities Statement

FOR THE YEAR ENDED 31 MARCH 2026

The directors are responsible for preparing the Strategic Report, the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Report of the Independent Auditors to the Members of Thermax Europe Limited

Opinion

We have audited the financial statements of Thermax Europe Limited (the 'company') for the year ended 31 March 2026 which comprise the Income Statement, Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity, Cash Flow Statement and Notes to the Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2026 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Strategic Report, the Report of the Directors and the Directors' Responsibilities Statement, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Report of the Directors.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or

- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page five, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Detecting Irregularities

The engagement partner ensured that the engagement team had the appropriate competence, capabilities and skills to identify or recognise non compliance with applicable laws and regulations; we identified the laws and regulations applicable to the company through discussions with directors and other management; we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, including the Companies Act 2006, taxation legislation, employment environmental and health and safety legislation; we assessed the extent of compliance with the laws and regulations identified above; we communicated identified laws and regulations within the audit team who remained alert to instances of non-compliance.

We assessed the susceptibility of the company's financial statements to material misstatement including obtaining an understanding of how fraud might occur, by;

- making enquiries of management as to whether they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations; and
- understanding the design of the company's remuneration policies.
- requesting confirmation of opening balances and carrying out further audit procedures as required.

To address the risk of fraud through management bias and override of controls, we;

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;

In response to the risk of non-compliance with laws and regulations, we designed procedures which included, but were not limited to;

- agreeing financial statement disclosures to underlying supporting documentation;
- enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC and the company's legal advisors.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Duncan J E Mitchell FCA (Senior Statutory Auditor)
for and on behalf of CED Accountancy Services Ltd
1 Lucas Bridge Business Park
Old Greens Norton Road
Towcester
Northamptonshire
NN12 8AX

Date: 27 May, 2026

Income Statement
For the year ended March 31, 2026

Particulars	NOTE	2026		2025	
		£	Rs Lacs	£	Rs Lacs
Revenue	4	**5,310,196**	**6,669.83**	3,789,971	4,184.51
Cost of sales		**4,114,467**	**5,167.94**	2,782,094	3,071.71
Gross profit		**1,195,729**	**1,501.89**	1,007,877	1,112.80
Administrative expenses		**826,851**	**1,038.56**	1,056,750	1,166.76
Operating profit	6	**368,878**	**463.33**	(48,873)	(53.96)
Interest receivable and similar income		**185,312**	**232.76**	201,093	222.03
Profit before taxation		**554,190**	**696.09**	152,220	168.07
Tax on Profit	8	**141,919**	**178.26**	34,955	38.59
PROFIT FOR THE FINANCIAL YEAR		**412,271**	**517.83**	117,265	129.47

The notes form part of these financial statements

Exchange rate : as at 31 March 2026 is £= Rs 125.60

Exchange rate : as at 31 March 2025 is £= Rs 110.41

Balance Sheet as at 31 March 2026

Particulars	NOTE	2026		2025	
		£	Rs Lacs	£	Rs Lacs
Fixed assets					
Property, Plant and Equipment	9	**2,533**	**3.18**	3,658	4.04
Current assets					
Inventories	10	**422,078**	**530.15**	1,124,076	1,241.09
Debtors	11	**857,947**	**1,077.62**	2,539,972	2,804.39
Cash at bank and in hand		**7,178,389**	**9,016.36**	6,210,331	6,856.84
		8,458,414	**10,624.12**	9,874,379	10,902.32
Creditors:					
Amounts falling due within one year	12	**(1,083,839)**	**(1,361.35)**	(2,912,906)	(3,216.14)
Net current assets		**7,374,575**	**9,262.78**	6,961,473	7,686.17
Total assets less current liabilities		**7,377,108**	**9,265.96**	6,965,131	7,690.21
Provision for liabilities	15	**633**	**0.80**	927	1.02
Net Assets		**7,376,475**	**9,265.16**	6,964,204	7,689.19
Capital and reserves					
Called up share capital	16	**200,000**	**251.21**	200,000	220.82
Retained Earnings	17	**7,176,475**	**9,013.95**	6,764,204	7,468.37
Shareholders' funds		**7,376,475**	**9,265.16**	6,964,204	7,689.19

The financial statements were approved by the Board of Directors and authorised for issue on 27 May,2026 and were signed on its behalf by:

Sandeep Suresh Mandke

Director

Cash Flow Statement for the year ended 31 March 2026

Particulars	NOTE	2026		2025	
		£	Rs Lacs	£	Rs Lacs
Cash flow from operating activities					
Cash generated from operations	1	**847,400**	**1,064.37**	454,184	501.47
Tax Paid		**(63,904)**	**(80.27)**	(87,200)	(96.28)
Net cash from operating activities		**783,496**	**984.10**	366,984	405.19
Cash flow from investing activities					
Purchase of tangible fixed asset		**(750)**	**(0.94)**	(332)	(0.37)
Sale of tangible fixed assets			**-**	-	-
Loan repayment			**-**	-	-
Interest received		**185,312**	**232.76**	201,093	222.03
Net cash from investing activities		**184,562**	**231.82**	200,761	221.66
(Decrease)/Increase in cash and cash equivalents		**968,058**	**1,215.92**	567,745	626.85
Cash and cash equivalents at the beginning of the year	2	**6,210,331**	**7,800.44**	5,642,586	6,229.99
Cash and cash equivalents at the end of the year	2	**7,178,389**	**9,016.36**	6,210,331	6,856.84

Other Comprehensive Income for the year ended 31 March 2026

Particulars	NOTE	2026		2025	
		£	Rs Lacs	£	Rs Lacs
Profit for the Year		**412,271**	**517.83**	117,265	129.47
Other Comprehensive Income		**-**	**-**	-	-
Total Comprehensive Income For The Year		**412,271**	**517.83**	117,265	129.47

Statement of Changes in Equity For the Year Ended March 31, 2026

Particulars	Capital		Accumulated Profit		Total Equity	
	£	Rs Lacs	£	Rs Lacs	£	Rs Lacs
Balance at 1 April 2024	200,000	210.55	6,646,939	6,997.62	6,846,939	7,208.17
Change in Equity:						
Total comphrensive income	-	-	117,265	129.47	117,265	129.47
Balance at 31 March 2025	200,000	220.82	6,764,204	7,468.37	6,964,204	7,689.19
Changes in Equity:						
Total comphrensive income	**-**	**-**	**412,271**	**517.83**	**412,271**	**517.83**
Balance at 31 March 2026	**200,000**	**251.21**	**7,176,475**	**9,013.95**	**7,376,475**	**9,265.16**

THERMAX EUROPE LIMITED

Notes to the Cash Flow Statement
For the year ended 31 March 2026

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2026	2025
	£	£
Profit before taxation	**554,190**	152,220
Depreciation charges	**1,875**	3,452
Finance income	**(185,312)**	(201,093)
	370,753	(45,421)
Decrease/(increase) in inventories	**701,998**	(1,041,107)
Decrease/(increase) in trade and other debtors	**1,682,025**	(885,467)
(Decrease)/increase in trade and other creditors	**(1,907,376)**	2,426,179
Cash generated from operations	**847,400**	454,184

2. Cash and cash equivalents

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 March 2026

	2026	2025
	£	£
cash and cash equivalents	**7,178,389**	6,210,331

Year ended 31 March 2025

	2025	2024
	£	£
Cash and cash equivalents	**6,210,331**	5,642,586

3. Analysis of changes in net funds

	At 1.4.25	Cash flow	At 31.3.26
	£	£	£
Net cash			
Cash at bank and in hand	6,210,331	968,058	**7,178,389**
	6,210,331	968,058	**7,178,389**
Total	6,210,331	968,058	**7,178,389**

Notes to Financial Statements
For the year ended 31 March 2026

1. STATUTORY INFORMATION

Thermax Europe Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues: The disclosure requirements of paragraphs 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b), 11.48(c), 12.26, 12.27, 12.29(a), 12.29(b), and 12.29A.

- Section 33 'Related Party Disclosures': Compensation for key management personnel

The financial statements of the company are consolidated in the financial statements of Thermax Limited. These consolidated financial statements are available from its registered office Thermax House, 14 Mumbai Pune Road, Wakdewadi, Pune 411 003 India.

Turnover

Revenue is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Revenue on chiller sales is recognized when the significant risks and rewards of ownership are transferred to the buyer. This usually occurs at installation or delivery. Deposits received from buyers are recorded as deferred income until completion occurs.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Plant & machinery - 20% on cost

Fixtures and fittings - 20% on cost

Computer equipment - 33.33% on cost

Stocks

Inventories are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Financial instruments

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provision of the instrument.

Notes to Financial Statements March 31, 2026

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic Financial Assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised costs using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is a contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors and loans from related companies are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised costs, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The group makes estimates and assumptions concerning the future. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below

Stock: The Company makes a periodic estimation of any possible impairment to stock taking into account a number of factors including: its commercial value in the current market; signs of significant or irreparable damage; and any potential items considered to be worth less than cost or deemed worthless. When assessing the carrying value of the stock, these factors are taken into consideration.

Debtors: The Company makes an estimate of the recoverable value of trade and other debtors. When assessing the potential impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and the historical experience of the relationship with that debtor. Please also refer to 11 for the net carrying amount of the debtors and any associated impairment provision.

Creditors : Provision is made for commissioning costs of units fully invoiced but not yet commissioned. This requires management's best estimate of the expenditure that will be incurred based on contractual requirements. Management consider factors including the complexity of the machines and the estimated hours that would be required to fulfil the contract.

4. REVENUE

The revenue and profit before taxation are attributable to the one principal activity of the company.

An analysis of revenue by geographical market is given below:

	2026	2025
	£	£
United Kingdom	**588,570**	351,781
Europe	**4,699,778**	2,411,432
Saudi Arabia	**21,848**	1,026,758
	5,310,196	3,789,971

5. EMPLOYEES AND DIRECTORS

	2026	2025
	£	£
Wages and salaries	**337,034**	294,055
Social security costs	**30,378**	26,920
Other pension costs	**19,751**	15,868
	387,163	336,843

The average number of employees during the year was as follows:

	2026	2025
Director	**2**	2
Admin	**6**	5
	8	7

THERMAX EUROPE LIMITED

Notes to Financial Statements March 31, 2026

	2026	2025
	£	£
Directors' remuneration	-	-

6. OPERATING PROFIT /(LOSS)

The operating profit (2025 - operating loss) is stated after charging/ (crediting):

	2026	2025
	£	£
Other operating leases	**11,074**	9,286
Depreciation - owned assets	**1,875**	3,452
Foreign exchange differences	**(30,019)**	75,012

7. AUDITORS' REMUNERATION

	2026	2025
	£	£
CED Accountancy Services Limited (annual statutory audit)	**9,950**	9,540
CED Accountancy Services Limited (quarterly group audit)	**7,095**	6,352
	17,045	15,892

8. TAXATION

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

	2026	2025
	£	£
Current tax:		
UK corporation tax	**142,213**	35,723
Deferred tax	**(294)**	(768)
Tax on profit	**141,919**	34,955

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2026	2025
	£	£
Profit before tax	**554,190**	152,220
Profit multiplied by the standard rate of corporation tax in the UK of 25% (2025 - 24%)	**138,548**	36,533
Effects of:		
Expenses not deductible for tax purposes	**586**	123
Depreciation in excess of capital allowances	**281**	774
Bad debt provision	**2,798**	(1,707)
Deferred tax	**(294)**	(768)
Total tax charge	**141,919**	34,955

9. PROPERTY, PLANT AND EQUIPMENT

	Plant & machinery	Fixtures and fittings	Computer equipment	Totals
	£	£	£	£
COST				
At 1 April 2025	**1,717**	**8,661**	**10,759**	**21,137**
Additions	-	-	750	750
At 31 March 2026	**1,717**	**8,661**	**11,509**	**21,887**
DEPRECIATION				
At 1 April 2025	1,717	5,454	10,308	17,479
Charge for year	-	1,278	597	1,875
At 31 March 2026	**1,717**	**6,732**	**10,905**	**19,354**
NET BOOK VALUE				
At 31 March 2026	**-**	**1,929**	**604**	**2,533**
At 31 March 2025	**-**	**3,207**	**451**	**3,658**

10. INVENTORIES

	2026	2025
	£	£
Stocks and consumables	**422,078**	1,124,076

Stock has been impaired by £76,545 (2025: £79,548) due to obsolescence.

11. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2026	2025
	£	£
Trade debtors	**263,401**	2,158,838
Amounts owed by group undertakings	**276,890**	9,882
Recharges	**113,850**	28,246
Other Debtors	**176,658**	333,220
Tax	**1,390**	1,390
Prepayments	**25,758**	8,396
	857,947	2,539,972

An amount of £Nil (2025 - £771,985) included in trade debtors is currently in dispute. During the current year end the parent company have agreed to underwrite £539,774 of this debt owing to non-payment of the amount receivable. No further income is expected and a bad debt adjustment of £232,211 was included in the 2025 financial statements accordingly.

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2026	2025
	£	£
Trade creditors	**49,080**	42,997
Amounts owed to group undertakings	**498,895**	1,509,911
Tax	**82,032**	3,723
Social security and other taxes	**14,336**	10,023
VAT	**33,199**	12,296
Customer advance payments	**139,656**	1,056,784
Accrued expenses	**266,641**	277,172
	1,083,839	2,912,906

Notes to Financial Statements March 31, 2026

13. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

	2026	2025
	£	£
Within one year	**23,653**	20,381
Between one and five years	**17,715**	23,840
	41,368	44,221

14. PROVISIONS FOR LIABILITIES

	2026	2025
	£	£
Deferred tax	**633**	927

	Deferred tax
	£
Balance at 1 April 2025	**927**
Utilised during year	**(294)**
Balance at 31 March 2026	**633**

15. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2026	2025
200,000	Ordinary	£1	**200,000**	200,000

16. RESERVES

	Retaining earnings
	£
At 1 April 2025	**6,764,204**
Profit for the year	**412,271**
At 31 March 2026	**7,176,475**

17. PENSION COMMITMENTS

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund.

The amount recognised in the profit or loss as an expense in relation to the defined contribution plan was £19,751 (2025: £15,868)

Contributions totalling £3,680 (2025: £1,709) were payable to the fund at the balance sheet date and are included in creditors.

18. RELATED PARTY DISCLOSURES

Thermax Limited owns 100% of the shares in Thermax Europe Limited.

During the year Thermax Europe Limited were reimbursed expenses incurred amounting to £83,879 (2025: £19,874) from Thermax Limited.

During the year Thermax Europe Limited made sales amounting to £1,680 (2025: £21,471) to Danstoker A/S.

Purchases were made in the year from Thermax Limited of £2,893,865 (2025: £3,469,559), and Rifox-Hans Richter Gmbh £96,963 (2025: £105,674).

At 31/03/2026 Thermax Europe Limited was owed £8,584 (2025: £5,998) from Thermax Limited.

Thermax Europe Limited also owed £498,895 (2025: £1,509,911) to Thermax Limited.

19. ULTIMATE CONTROLLING PARTY

The ultimate parent undertaking is RDA Holdings Private Limited, a company incorporated in India.

The immediate parent company is Thermax Limited, a company incorporated in India.

THERMAX INTERNATIONAL LIMITED

Board of Directors

Mr Pheroz Pudumjee
(Date appointed : 21-Feb-00; Date resigned : 12-Jan-15)
Mrs Meher Pudumjee
(Date appointed : 21-Jul-00; Date resigned : 12-Jan-15)
Mr Yuvraj Thacoor
(Date appointed : 15-May-03; Date resigned : 23-Jan-15)
Mr A. Sattar Hajee Abdoula
(Date appointed : 04-Jan-08; Date resigned : 23-Jan-15)
Mr Gajanan Kulkarni
(Date appointed : 12-Jan-15; Date resigned : 21-Dec-15)
Mr Amit Govind Atre
(Date appointed : 15-Mar-16; Date resigned : 12-Jan-17)
Mr Amitabha Mukhopadhyay
(Date appointed : 12-Jan-15; Date resigned : 31-May-19)
Mr Shailesh Bhalchandra Nadkarni
(Date appointed : 12-May-17; Date resigned : 24-Sept-19)
Ms Farhana Alimohamed
(Date appointed : 23-Jan-15)
Mr Nundan Sharma Doorgakant
(Date appointed : 23-Jan-15)
Mr Rajendran Arunachalam
(Date appointed : 22-Aug-19: Date resigned : 27-Sep-22)
Mr. Sandeep Madke
(Date appointed : 27-Sep-22)

Registered Office

C/o Anex Management Services Ltd
8th Floor, Ebene Tower
52, Cybercity
Ebene
Mauritius

Auditors

Yousouf Peerbaye, F.C.A
Chartered Accountants
6th Floor, Richard House
Remy Ollier Street, Port Louis
Republic of Mauritius

Administrator & Company Secretary

Anex Management Services Ltd
8th Floor, Ebene Tower
52, Cybercity
Ebene
Mauritius

Bankers

HHSBC Bank (Mauritius) Ltd
HSBC Centre
18, Cyber City, Ebene,
Republic of Mauritius

Commentary of the directors

The directors have the pleasure to submit their commentary to the directors together with the audited financial statements of Thermax International Limited, (the "Company"), for the year ended 31 March 2026.

Principal activity

The principal activity of the Company is that of investment holding and investing in the sectors involved in the manufacturing and supplying of industrial equipment based on Energy and environmental management.

Results

Details of the financial position, results of operations and cash flow of the Company are set out in these financial statements.

Directors

The present membership of the Board is set out on page 2.

Directors' responsibilities with respect to the financial statements

Company law requires the directors to prepare financial statements for each financial year, which present fairly the financial position, financial performance, changes in equity and cash flow of the Company. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether International Financial Reporting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Mauritius Companies Act 2001. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

The auditor, Yousouf Peerbaye, has indicated his willingness to continue in office and a resolution concerning his re-appointment will be proposed at the Annual Meeting of the shareholder.

Certificate from the secretary

We certify that, to the best of our knowledge and belief, THERMAX INTERNATIONAL LIMITED, (the "Company"), has filed with the Registrar of Companies all such returns as are required of the Company under the Mauritius Companies Act 2001 in terms of Section 166(d) for the year ended 31 March 2026.

for Anex Management Services Ltd
Corporate secretary

Date: 4 May, 2026

Independent auditors' report

To the member of THERMAX INTERNATIONAL LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the financial statements of THERMAX INTERNATIONAL LIMITED, (the "Company"), which comprise of the statement of financial position at 31 March 2026, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

In our opinion, the financial statements on pages 8 to 25 give a true and fair view of the financial position of the Company 31 March 2026, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Category 1 Global Business Licence and comply with the Mauritius Companies Act 2001.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the Financial Statements and Auditors' Report Thereon ("Other Information")

The directors are responsible for the other information. The other information comprises the Directors' Report, the Certificate from the Secretary and the Statement of Profit or Loss and Other Comprehensive Income as required by the Mauritius Companies Act 2001 of Mauritius, which we obtained prior to the date of this report. Other information does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of the financial statements in accordance with International Financial Reporting Standards and comply with the requirements or the Mauritius Companies Act 2001, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease operations, or have realistic alternative but to do so. Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs 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 based on these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Auditors' Responsibilities for the audit of the Financial Statements

We communicate with the directors 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.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of Mauritius Companies Act 2001, we report as follows

- we have no relationship with, or any interests in, the Company other than in our capacity as auditors;
- we have obtained all the information and explanations we have required; and
- in our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Date : 4 May, 2026

THERMAX INTERNATIONAL LIMITED

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2026

	Note	2026		2025	
		USD	**Rs Lacs**	USD	Rs Lacs
ASSETS					
Non-current assets					
Investments	6	**900,498**	**853.94**	900,498	769.66
		900,498	**853.94**	900,498	769.66
Current assets					
Cash and cash equivalent	7	**1,594,699**	**1,512.25**	3,144,762	2,687.83
Other receivables	8	**3,606**	**3.42**	19,522	16.69
		1,598,305	**1,515.67**	3,164,284	2,704.51
Total assets		**2,498,803**	**2,369.61**	4,064,782	3,474.17
EQUITY AND LIABILITIES					
Capital and reserves					
Stated Capital	9	**1,695,000**	**1,607.37**	3,442,300	2,942.13
Retained Earnings		**296,397**	**281.07**	103,389	88.37
		1,991,397	**1,888.44**	3,545,689	3,030.50
Current liabilities					
Trade and other payable	10	**-**	**-**	2,850	2.44
Accruals	10	**448,970**	**425.76**	450,470	385.02
Tax Liability	5	**58,436**	**55.41**	65,773	56.22
		507,406	**481.17**	519,093	443.67
Total equity and liabilities		**2,498,803**	**2,369.61**	4,064,782	3,474.17

Approved by the Board of Directors on 4th May 2026 and signed on its behalf by:

Farhana Alimohamed
Director

Nundan Sharma Doorgakant
Director

The notes on page 12 to 25 form an integral part of these financial statements.

STATEMENT OF PROFIT AND LOSS AND OTHER COMPHRENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2026

	2026		2025	
	USD	**Rs Lacs**	USD	Rs Lacs
INCOME				
Dividend	**1,672,743**	**1,586.26**	1,887,041	1,612.85
Interest	**68,293**	**64.76**	70,466	60.23
	1,741,036	**1,651.02**	1,957,507	1,673.08
EXPENSES				
Licence Fees	**2,883**	**2.73**	2,860	2.44
Bank charges	**3,364**	**3.19**	3,123	2.67
Audit Fees	**2,645**	**2.51**	2,496	2.13
Accountancy Fees	**3,025**	**2.87**	2,925	2.50
Professional Fees	**9,200**	**8.72**	10,400	8.89
Taxation Fees	**1,200**	**1.14**	1,200	1.03
Other expense	**167,275**	**158.63**	188,094	160.76
	189,592	**179.79**	211,098	180.43
(Loss) / Profit before taxation	**1,551,444**	**1,471.23**	1,746,409	1,492.66
Taxation	**(58,436)**	**(55.41)**	(70,083)	(59.90)
Profit / (Loss) for the year	**1,493,008**	**1,415.82**	1,676,326	1,432.76
Other Comprehensive Income:				
Items that will not be reclassified subsequently to profit & loss	**-**	**-**	-	-
Items that will be reclassified subsequently to profit & loss	**-**	**-**	-	-
Other comprehensive income for the year, net of tax	**-**	**-**	-	-
Total comprehensive income for the year	**1,493,008**	**1,415.82**	1,676,326	1,432.76

Exchange Rate : as at 31 March 2026 is 1 US $ = Rs 94.83
Exchange Rate : as at 31 March 2025 is 1 US $ = Rs 85.47
The notes on page 12 to 25 form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

	Stated Capital		Accumulated Losses		Total	
	USD	Rs Lacs	USD	Rs Lacs	USD	Rs Lacs
Balances at 1st April 2024	3,442,300	2,942.13	(1,572,937)	(1,344.39)	1,869,363	1,597.74
Profit for the year	-	-	1,676,326	1,432.76	1,676,326	1,432.76
Balances as at 31st March 2025	3,442,300	2,942.13	103,388	88.37	3,545,688	3,030.50
Balances at 1st April 2025	**3,442,300**	**2,942.13**	**103,388**	**88.37**	**3,545,688**	**3,030.50**
Profit for the year	**-**	**-**	**1,493,008**	**1,415.82**	**1,493,008**	**1,415.82**
Redemption of Shares	**(1,747,300)**	**(1,656.96)**	**-**	**-**	**(1,747,300)**	**(1,656.96)**
Dividend Paid	**-**	**-**	**(1,300,000)**	**(1,232.79)**	**(1,300,000)**	**(1,232.79)**
Balances as at 31st March 2026	**1,695,000**	**1,607.37**	**296,396**	**281.07**	**1,991,396**	**1,888.44**

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

	2026		2025	
	USD	Rs Lacs	USD	Rs Lacs
Cash flows from operating activities				
(Loss)/Profit for the year	**1,551,444**	**1,471.23**	1,746,409	1,492.66
Adjustment for:				
Tax Paid	**(65,773)**	**(62.37)**	(36,638)	(31.31)
Increase/ decrease in receivables and prepayments	**(68)**	**(0.06)**	4,823	4.12
(Increase)/ Decrease in accounts payables	**(4,350)**	**(4.13)**	3,095	-
Interest Receivables	**5,842**	**5.54**	-	2.65
Net cash from operating activities	**1,487,095**	**1,410.21**	1,717,689	1,468.11
Cash flows from investing activities				
Dividend Receivable	10,141	9.62	-	-
Investment in subsidiary			-	-
Net cash outflow from investing activities	**10,141**	**9.62**	-	-
Cash flows from financing activities				
Capital and Reserves: Share Capital	(1,747,300)	(1,656.96)	-	-
Dividend Paid	**(1,300,000)**	**(1,084.20)**	-	-
Net cash outflow from financing activities	**(3,047,300)**	**(2,741.16)**	-	-
Net Increase/(Decrease) in cash and cash equivalents	**(1,550,064)**	**(1,321.34)**	1,717,689	1,468.11
Cash and cash equivalents at beginning of the year	**3,144,762**	**2,982.18**	1,427,073	1,219.72
Cash and cash equivalents at end of year	**1,594,698**	**1,660.84**	3,144,762	2,687.83
Cash and cash equivalents made up of:				
Cash in hand	**67**	**0.06**	67	0.06
Bank balance	**1,594,631**	**1,512.19**	3,144,695	2,687.77
	1,594,698	**1,512.25**	3,144,762	2,687.83

The notes on page 12 to 25 form an integral part of these financial statements.

THERMAX INTERNATIONAL LIMITED

Notes to the financial statements
For the year 31 March 2026

Corporate information

THERMAX INTERNATIONAL LIMITED (the "Company"), is a private company with limited liability and was incorporated in the Republic of Mauritius on 24 January 2000. The Company was granted a Category 1 Global Business Licence under the Financial Services Act 2007. (The surviving Act of the former Financial Services Development Act 2001)

The principal activity of the Company is that of investment holding and investing in the sectors involved in the manufacturing and supplying of industrial equipment based in Energy and environmental management.

The registered office is at 8th floor Ebene Tower, 52 Cybercity, Ebene, Republic of Mauritius.

1. Significant Accounting Policies

The principal accounting policies applied in the preparation of these financial statements are set out below.

1.1 Basis of preparation

The financial statements have been prepared on the going concern basis in accordance with, and in compliance with, International Financial Reporting Standards ("IFRS") and International Financial Reporting Interpretations Committee ("IFRIC") interpretations issued and effective at the time of preparing these financial statements and the Mauritius Companies Act 2001.

The financial statements have been prepared on the historic cost convention, unless otherwise stated in the accounting policies which follow and incorporate the principal accounting policies set out below. They are presented in US Dollars, which is the Company's functional currency.

2. Application of new and revised IFRS

2.1 New and revised standards

The following are the revised standards and interpretation issued by the IASB in 2021:

	Effective for accounting period beginning on or after
Interest Rate Benchmart Reform – Phase 2 – Amendment to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16	1 January 2021

Management has assessed the impact of these new and revised standards and interpretation and concluded that none of them have an impact on these financial statements.

2.2 Standards and interpretations not yet effective

There are certain standards and interpretations which apply for the first time to financial reporting periods commencing on or after 01 January 2022. These relevant standards and interpretations are being evaluated by management as to their impact on the financial statements.

Standard / Interpretation:	Effective date: Years beginning on or after	Expected impact:
1. Classification of Liabilities as current or non –current – Amendment to IAS 1	01 January 2022 (possibly deferredto 01 January 2023)	The impact of the standard is not material.
2. Property, Plant and Equipment: Proceeds before intended use- Amendments to IAS 16	01 January 2022	The impact of the standard is not material
3. Onerous Contracts – cost of fulfilling a contract - Amendment to IAS 37	01 January 2022	The impact of the standard is not material
4. Annual improvements to IFRS Standards 2018-2020	01 January 2022	The impact of the standard is not material
5. Disclosure of Accounting Policies – Amendments to IAS 1 and IFRS Practice Statement 2	01 January 2023	The impact of the standard is not material
6. Definition of Accounting Estimates – Amendments to IAS 8	01 January 2023	The impact of the standard is not material

3. Summary of accounting policies

3.1 Overall considerations

The financial statements have been prepared using the significant accounting policies and measurement bases summarised below.

3.2 Financial instruments

Recognition and derecognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and initial measurement of financial assets

Except for those receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15, all financial assets are initially measured at fair value adjusted for transaction costs, where appropriate.

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost
- fair value through profit and loss ("FVTPL")
- fair value through other comprehensive income ("FVOCI")

In the current period, the Company does not have any financial assets categorised as FVTPL and FVOCI.

The classification is determined by both:

- the entity's business model for managing the financial asset; and
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance income, finance cost or other financial items, except for impairment of receivables which is presented within other expenses.

Notes to the financial statements
For the year 31 March 2026

Classification and subsequent measurement of financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's cash and cash equivalents and trade and most of its receivables fall into this category of financial instruments.

Impairment of financial assets

IFRS 9's impairment requirements use more forward-looking information to recognise expected credit losses – the 'expected credit loss (ECL) model'. This replaces IAS 39's 'incurred loss model'. Instruments within the scope of the new requirements include mainly trade receivables.

Recognition of credit losses is no longer dependent on the Company first identifying a credit loss event. Instead the Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

Impairment of financial assets

The Company makes use of a simplified approach in accounting for trade receivables and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cashflows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Company uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses.

The Company assess impairment of trade receivables on a collective basis as they possess shared credit risk characteristics and they have been grouped based on the days past due.

The Company writes off a financial asset when there is information indicating that the debtor is in severe difficulty and there is no realistic prospect of recovery. Receivables or other financial assets written off are still subject to recovery procedures based on legal advices.

Classification and measurement of financial liabilities

The Company's financial liabilities include trade and other payables and loans from related parties.

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Company designated a financial liability at fair value through profit or loss.

Subsequent measurement of financial liabilities

Subsequently, financial liabilities are measured at amortised cost using the effective interest method.

All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance costs.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

3.3 Foreign currency

Functional and presentation currency

The financial statements are presented in US Dollars "USD", which is also the functional currency of the Company.

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the re-measurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in the statement of comprehensive income.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

3.4 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank, together with other short-term, highly liquid investments maturing within 90 days from date of acquisition, that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

3.5 Trade receivables

Trade receivables are in respect of products sold in the ordinary course of business and are classified as current assets if settlement is expected within one year.

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial.

3.6 Trade payables

Trade payables are in respect of services provided and products acquired in the ordinary course of business and are classified as current liabilities if payment is due within one year.

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial.

3.7 Operating leases

Where the Company is a lessee, payments on operating lease agreements are recognised as an expense on a straight-line basis over the lease term. Associated costs, such as maintenance and insurance, are expensed as incurred.

3.8 Equity

Stated capital is determined using the nominal value of shares that have been issued.

Loss for the period consists of the current period results as disclosed in the statement of comprehensive income.

3.9 Income taxes

Tax expense recognised in profit or loss comprises the sum of deferred tax, and current tax not recognised in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have

been enacted or substantively enacted by the end of the reporting period.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future operation results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit.

Deferred tax liabilities are generally recognised in full.

3.10 Revenue recognition

Revenue is recognised upon declaration of dividend by its subsidiaries.

3.11 Set up costs

Set up costs are expensed in the period in which they are incurred.

3.12 Expense recognition

All expenses are accounted for on an accrual basis.

3.13 Related parties

A related party is a person or company where that person or company has control or joint control of the reporting company; has significant influence over the reporting company; or is a member of the key management personnel of the reporting company or of a parent of the reporting company.

A company is related to another company where:

(a) the other company is its holding company or subsidiary;

(b) more than half of the issued shares of the company, other than shares that carries no right to participate beyond a specified amount in a distribution of either profits or capital, is held by the other company and companies related to that other company (whether directly or indirectly, but other than in a fiduciary capacity)

(c) there is another company to which both company are related

3.14 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. At the time of the effective payment, the provision is deducted from the corresponding expenses.

All known risks at reporting date are reviewed in detail and a provision is made where necessary.

3.15 Impairment of assets

At each reporting date, the Company reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. When an indication of impairment loss exists, the carrying amount of the asset is assessed and written down to its recoverable amount.

4. Critical accounting judgements and key sources of estimation uncertainty

Critical accounting judgments in applying the Company's accounting policies.

In the process of applying the Company's accounting policies, which are described in Note 3.3, the directors have made the following judgements that have the most significant effect on the amounts recognized in the financial statements: -

Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transactions and exchange differences arising there from are dependent on the functional currency selected. As described in Note 3.5, the directors have considered those factors described therein and have determined that the reporting currency of the Company is the United States Dollars ("USD").

5. Taxation

Income tax

The Company, being the holder of a Category 1, Global Business Licence, is liable to income tax in Mauritius on its taxable profit arising from its world-wide income at the rate of 15%. The Company's foreign sourced income is eligible for a foreign tax credit which is computed as the higher of the Mauritian tax and the foreign tax on the respective foreign sourced income. The foreign tax for a GBL1 company is based on either the foreign tax charged by the foreign country or a presumed amount of foreign tax: the presumed amount of foreign tax is based on 80% of the Mauritian tax on the relevant foreign sourced income, thus reducing its maximum effective tax rate to 3%. In computing its total foreign tax credit, the Company is allowed to pool all its foreign sourced income. No Mauritian capital gains tax is payable on profits arising from sale of securities, and any dividends paid by the Company to its shareholders will be exempt in Mauritius from any withholding tax.

The Company has received a tax certificate from the Mauritian tax authorities that it is a tax resident of Mauritius, and such certification is renewed on an annual basis subject to satisfying certain conditions.

The Financial Services Commission ("FSC") issued a Category 1 Global Business Licence ("GBL1") to the company on 19 November 2015. Further to the changes made by the Finance (Miscellaneous Provisions) Act 2018 ("FMPA 2018") to the Financial Services Act ("FSA"), the FSC is no longer empowered to issue any GBL1 as from 1 January 2019. Instead, the FSC may issue a Global Business Licence ("GBL") if the company satisfies certain conditions. The company will be deemed to hold a GBL as from 1 July 2021 under section 96A(1)(b) of the FSA.

As from 1 July 2021, the company will not be allowed to compute its foreign tax according to a presumed amount of 80% of the Mauritian tax of the relevant foreign sourced income. Furthermore, transactions with GBL corporations and non-residents will not necessarily be considered to be foreign sourced income. Effective as from 1 January 2019, the company may apply a partial exemption on its foreign dividend income, interest income and profits from foreign permanent establishments: the partial exemption is computed at 80% of the relevant foreign sourced income. The partial exemption is not mandatory: the company may apply the credit system if it so wishes.

Notes to the financial statements
For the year 31 March 2026

A reconciliation of the theorical tax charge that would arise using the tax rate applicable to the profits of the Company to the tax charge is presented below:

	31-03-2026	31-03-2025
	USD	USD
Profit before taxation	**1,551,445**	1,742,099
Add: Unauthorised deduction		
Expenditure incurred in the production of exempt income	**17,853**	18,403
Withholding tax	**167,275**	188,094
Corporate Tax - CCR	**-**	4,310
Less: Exempt Income	**(1,338,195)**	(1,509,633)
80% Partial Exemption – Dividend Income	**(54,634)**	(56,373)
Interest Income	**343,744**	386,900
Profit adjusted for tax purpose	**-**	-
Loss brought forward	**343,744**	386,900
Profit adjusted for tax purpose		
Tax for the year calculated @ 15%	**51,562**	58,035
Corporate Climate Responsibility @ 2%	**6,874**	7,738
Deemed tax credit of 80%		-
Tax charge for the period	**58,436**	65,773

6. Investment in subsidiaries

	31-03-2026	31-03-2025
	USD	USD
Investment at start	**900,498**	900,498
Acquisition during the year	**-**	-
Investment at end	**900,498**	900,498

Name of entity	Country of incorporation	% Holding	Carrying amount 2026	Carrying amount 2025
Thermax International Tanzania	TANZANIA	100%	**261,450**	261,450
Thermax Inc.	U. S. A	100%	**500,000**	500,000
PT Thermax Indonesia	INDONESIA	0.005%	**773**	773
Thermax Nigeria Ltd	NIGERIA	99.9996%	**138,275**	138,275
			900,498	900,498

The directors are of the opinion that the investment is stated at cost since the fair value cannot be reliably measured. The directors are of the opinion that the cost is a reflective of the fair value at 31 March 2025.

7. Cash and cash equivalent

	31-03-2026	31-03-2025
	USD	USD
Cash in hand	**67**	**67**
Bank	**47,292**	**56,353**
Deposit	**1,547,340**	**3,088,342**
	1,594,699	**3,144,762**

8. Other receivables

	31-03-2026	31-03-2025
	USD	USD
Prepayment	**2,262**	2,195
Interest Receivable	**5,290**	11,132
Dividend Receivable	**(3,946)**	6,195
Receivable from subsidiary	**-**	-
	3,606	19,522

9. Stated capital

	31-03-2026	31-03-2025
	USD	USD
Authorised		
5,000,000 ordinary shares of USD 1 each	**5,000,000**	5,000,000
Issued and Fully Paid		
1,695,000 ordinary shares of USD 1 each	**1,695,000**	1,695,000
1,747,300 cumulative redeemable preference shares	**1,747,300**	-
	1,695,000	3,442,300

10. Trade and other payables and accruals

	31-03-2026	31-03-2025
	USD	USD
Trade payables	**-**	2,850
Accruals	**448,970**	450,470

The figure of USD 448,970 (2025: USD 450,470) includes USD 441,000 (2025: USD 441,000) representing the tax liability of Thermax Senegal SARL.

11. Financial instruments

(a) Financial risk factors

The Company's activities expose the Company to a variety of financial risks: market risk (including currency risk and cash flow interest rate risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

(b) Currency profile

The currency profile of the Company's financial assets and liabilities is summarised as follows:

	Financial assets 2026	**Financial liabilities 2026**	Financial assets 2025	Financial liabilities 2025
	USD	**USD**	USD	USD
Senegal XOF	**-**	**441,000**	-	441,000
Indonesian Rupiah	**773**	**-**	773	-
United States Dollars	**2,094,699**	**-**	3,644,762	-
Nigeria Naira	**138,275**	**-**	138,275	-
TITL (TANZANIA)	**261,450**	**-**	261,450	-
	2,495,197	**441,000**	4,045,260	441,000

(c) Financial risks

(i) Foreign currency risk

The Company invest in securities denominated in currencies other than its reporting currency. Consequently, the Company is exposed to the risk that the exchange rate of the USD relative to those currencies may change in a manner which has a material effect on the reported values of that portion of the company's assets which are denominated in those currencies.

(ii) Credit risk

Financial assets that potentially expose the Company to credit risk consist principally of loans receivables and cash and cash equivalents. The extent of the Company's exposure to credit risk in respect of these financial assets approximates their carrying values as recorded in the Company's statement of financial position.

(iii) Market risk

Market risk represents the potential loss that can be caused by a change in the market value of financial instruments. The Company's exposure to market risk is determined by a number of factors, including interest rates, foreign currency exchange rates and market volatility. The Company conducts its investment operations in a manner that seeks to exploit the potential gains in the market, while limiting its exposure to market declines.

(iv) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company manages liquidity risk by maintaining adequate reserves, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of the financial liabilities.

The table below illustrates the aged analysis of the Company's financial liabilities.

Liabilities Accruals	31 March 2026		
	Less than 1 year	Over 1 year	Total
	USD	USD	USD
Accruals	**7,970**	**441,000**	**448,970**

Liabilities Accruals	31 March 2025		
	Less than 1 year	Over 1 year	Total
	USD	USD	USD
Accruals	9,470	441,000	450,470

(i) Interest rate risk

Interest rate risk is the risk that the fair value of the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's financial assets bear a fixed interest rate, and its financial liabilities are non-interest bearing. Therefore, the Company is not exposed to any interest rate risk at reporting date.

(ii) Concentration risk

At 31 March 2026 the directors consider that the Company is not exposed to any concentration risk.

(v) Capital risk management

The Company's objectives when managing capital are to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholder and benefits for other stakeholders.

The capital structure of the Company consists of equity attributable to equity holders of the Company, comprising of issued capital and retained earnings and unsecured borrowings from related parties.

The Company does not have any third-party debt due for the year ended 31 March 2026, hence does not have any capital risk.

12. Ultimate holding company

Holding company: Thermax Limited (India).

Ultimate holding company: RDA Holdings Private Limited.

THERMAX INC

Board of Directors
Mr. Venkatesh Balasubramanian
Mr. Dinesh Mandhana
Mr. Rajendran Arunachalam

Registered Office
16200, Park Row, Suite 190
Houston, Texas 77084

Auditors
Plante & Moran, PLLC
Suit 300
19176 Hall Road
Clinton Township
MI 48038

Bankers
JP Morgan Chase
ICICI Bank Ltd.

Independent Auditor's Report

To the Board of Directors

Thermax Inc.

Opinion

We have audited the financial statements of Thermax Inc. (the "Company"), which comprise the balance sheet as of March 31, 2026 and 2025 and the related statements of operations, stockholder's equity, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of March 31, 2026 and 2025 and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audits of the Financial Statements section of our report. We are required to be independent of the Company and to meet our ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the financial statements are issued or available to be issued.

Auditor's Responsibilities for the Audits of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and, therefore, is not a guarantee that audits conducted in accordance with GAAS will always detect a material misstatement when it exists. 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. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing audits in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audits.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audits in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits, significant audit findings, and certain internal control related matters that we identified during the audits.

April 28, 2026

THERMAX INC

Balance Sheet Year Ended March 31, 2026 and 2025

	2026		2025	
	USD	**Rs Lacs**	USD	Rs Lacs
ASSETS				
CURRENT ASSETS				
Cash and Cash Equivalents	**6,672,809**	**6,327.82**	1,549,092	1,324.01
Short term investments Certificates of deposit	**17,000,000**	**16,121.10**	8,050,000	6,880.34
Accounts Receivable				
Trade accounts receivable - Net (Note 4)	**5,020,067**	**4,760.53**	2,899,748	2,478.41
Trade receivable from related parties (Note 7)	**232,487**	**220.47**	714,891	611.02
Other (Note 4)	**770,220**	**730.40**	-	-
Inventory (Note 5)	**5,899,133**	**5,594.15**	6,971,684	5,958.70
Advances to affiliates (Note 7)	**-**	**-**	598,800	511.79
Prepaid expenses and Oher Current Assets:				
Refundable Tax (Note 9)	**55,000**	**52.16**	205,636	175.76
Other Current Assets (Note 2)	**550,318**	**521.87**	176,479	150.84
Total Current Assets	**36,200,034**	**34,328.49**	21,166,330	18,090.86
Leased Assets - Operating lease (Note 8)	**209,630**	**198.79**	87,265	74.59
Property And Equipment - Net (Note 6)	**32,479**	**30.80**	22,070	18.86
Other Assets				
Deferred tax recovery (Note 9)	**344,000**	**326.22**	197,000	168.38
Total Assets	**36,786,143**	**34,884.30**	21,472,665	18,352.69
LIABILITIES AND STOCKHOLDER'S EQUITY				
CURRENT LIABILITIES				
Accounts Payable:				
Trade accounts Payable	**243,605**	**231.01**	159,069	135.96
Trade payables to related parties (Note 7)	**9,496,635**	**9,005.66**	5,011,279	4,283.14
Short term lease liability (Note 8)	**85,594**	**81.17**	68,495	58.54
Accrued and other current liabilities:				
Taxes Payable (Note 9)	**7,875**	**7.47**	-	-
Accrued Compensation	**104,471**	**99.07**	-	-
Contract obligations (Note 3)	**320,200**	**303.65**	179,700	153.59
Customer Deposits and advances	**11,482,483**	**10,888.84**	2,698,320	2,306.25
Other accrued liabilities	**4,50,302**	**427.02**	452,285	386.57
Total Current Liabilities	**22,191,165**	**21,043.88**	8,569,148	7,324.05
Lease Liabilities - Operating - Net of Current Portion (Note 8)	**118,091**	**111.99**	15,540	13.28
Total Liabilities	**22,309,256**	**21,155.87**	8,584,688	7,337.33
Stockholder's Equity				
Common Stock - $10 Par Value				
50,000 shares Authorized, issued and Outstanding	**500,000**	**474.15**	500,000	427.35
Retained Earnings	**13,976,887**	**13,254.28**	12,387,977	10,588.00
Total Stockholder's Equity	**14,476,887**	**13,728.43**	12,887,977	11,015.35
Total Liabilities And Stockholder's Equity	**36,786,143**	**34,884.30**	21,472,665	18,352.69

See notes to financial statements

Statement of Operations for the years ended March 31, 2026 and 2025

	2026		2025	
	USD	**Rs Lacs**	USD	Rs Lacs
Revenue				
Operating Revenues	**31,430,954**	**29,805.97**	21,831,844	18,659.68
Other Revenues	**821,330**	**778.87**	515,900	440.94
Total Revenue	**32,252,284**	**30,584.84**	22,347,744	19,100.62
Costs of Revenue	**26,625,513**	**25,248.97**	17,828,884	15,238.35
Gross Profit	**5,626,771**	**5,335.87**	4,518,860	3,862.27
Selling General and Administrative Expenses	**3,546,412**	**3,363.06**	3,605,713	3,081.80
Income- Before income taxes	**2,080,359**	**1,972.80**	913,147	780.47
Income Tax Expense (Note 9)	**491,449**	**466.04**	215,309	184.02
Net Income	**1,588,910**	**1,506.76**	697,838	596.44

Exchange Rate : as at 31 March 2026 is 1 US $ = Rs 94.83

Exchange Rate : as at 31 March 2025 is 1 US $ = Rs 85.47

See notes to financial statements

Statement of Stockholder's Equity
Year ended March 31, 2026 and 2025

	Common Stock		Retained Earnings		Total	
	USD	**Rs Lacs**	**USD**	**Rs Lacs**	**USD**	**Rs Lacs**
Balance - April 1, 2024	500,000	417.00	11,690,139	9,749.58	12,190,139	10,166.58
Net Income	-	-	697,838	582.00	697,838	582.00
Balance - March 31, 2025	500,000	417.00	12,387,977	10,331.57	12,887,977	10,748.57
Net Income	-	-	1,588,910	1,506.76	1,588,910	1,506.76
Balance - March 31, 2026	**500,000**	**427.35**	**13,976,887**	**13,254.28**	**14,476,887**	**13,728.43**

THERMAX INC

Statement of Cash flows for the years ended March 31, 2026 and 2025

	2026		2025	
	USD	**Rs Lacs**	USD	Rs Lacs
CASH FLOWS FROM OPERATING ACTIVITIES				
Net income	**1,588,910**	**1,506.76**	697,838	596.44
CASH FLOWS FROM OPERATING ACTIVITIES				
Depreciation	**10,308**	**9.78**	12,147	10.38
Loss on disposal of property and equipment	**-**	**-**	973	0.83
Credit loss (recovery) expense	**(41,244)**	**(39.11)**	47,011	40.18
Amortisation of right of use asset	**70,329**	**66.69**	89,108	76.16
Deferred Income Taxes	**(147,000)**	**(139.40)**	(40,000)	(34.19)
Changes in operating assets and liabilities which provided (used) cash:				
Trade accounts receivable	**(2,079,075)**	**(1,971.59)**	265,714	227.11
Trade receivables from related parties	**482,404**	**457.46**	(40,950)	(35.00)
Other receivables	**(770,220)**	**(730.40)**	-	-
Inventory	**1,072,551**	**1,017.10**	(2,772,430)	(2,369.60)
Prepaid expenses and other current assets	**(223,203)**	**(211.66)**	(232,590)	(198.79)
Trade accounts payable	**84,536**	**80.17**	(3,342)	(2.86)
Trade payable to related parties	**4,485,356**	**4,253.46**	1,702,531	1,455.15
Customer deposits and advances	**8,784,163**	**8,330.02**	1,846,734	1,578.40
Contract Liabilities	**140,500**	**133.24**	(33,000)	(28.21)
Other accrued liabilities	**110,363**	**104.66**	139,591	119.31
Lease liability	**(73,044)**	**(69.27)**	(94,697)	(80.94)
Advances to affiliates	**598,800**	**567.84**	(443,920)	(379.42)
Net cash and cash equivalents provided by operating activities	**14,094,434**	**13,365.75**	1,140,718	974.97
CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of property and equipment	**(20,717)**	**(19.65)**	(4,650)	(3.97)
Maturity of certificates of deposit	**8,050,000**	**7,633.82**	-	-
Purchase of investments	**(17,000,000)**	**(16,121.10)**	(8,050,000)	(6,880.34)
NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES	**(8,970,717)**	**(16,140.75)**	(8,054,650)	(6,884.31)
NET INCREASE (DECREASE) IN CASH & CASH EQUIVALENTS	**5,123,717**	**(2,774.99)**	(6,913,932)	(5,909.34)
Cash & cash Equivalents - Beginning of year	**1,549,092**	**1,469.00**	8,463,024	7,233.35
Cash & cash Equivalents - End of year	**6,672,809**	**(1,305.99)**	1,549,092	1,324.01
Supplemental Cash Flow Information - Cash paid for Income Taxes	**717,961**	**680.84**	449,758	384.41
Significant Noncash Transactions - Recognition of right-of-use assets related to leased liabilities	**192,694**	**182.73**	44,597	38.12

See notes to financial statements

Exchange Rate : as at 31 March 2026 is 1 US $ = Rs 94.83

Exchange Rate : as at 31 March 2025 is 1 US $ = Rs 85.47

Notes to Financial Statements March 31, 2026 and 2025

Note 1 - Nature of Business

Thermax Inc. (the "Company") was incorporated on October 23, 2000. The Company's operations consist of two segments chemical and energy. The chemical segment consists of the sale of ion exchange resins and chemicals primarily within North America. The energy segment consists of the sale of absorption chillers, with operations conducted primarily in North America.

The Company is a wholly owned subsidiary of Thermax International Limited (Mauritius), which, in turn, is wholly owned by Thermax Ltd., an Indian publicly listed company. Thermax Ltd. is a subsidiary of RDA Holdings Private Limited, a company incorporated in India. The Company acquires substantially all of its products for sale from Thermax Ltd. The Company operates out of a corporate office in Houston, Texas.

Note 2 - Significant Accounting Policies

This summary of significant accounting policies of the Company is presented to assist in understanding the Company's financial statements. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the financial statements.

Credit Risk and Major Customers

The Company's energy business segment includes sales to two customers of $3,559,790 and three customers of $2,807,772 during the years ended March 31, 2026 and 2025, respectively. Accounts receivable from these customers totaled $470,975 and $367,650 at March 31, 2026 and 2025, respectively.

The Company's chemical business segment includes sales to two customers totaling $6,467,420 and $4,643,226 for the years ended March 31, 2026 and 2025, respectively. Accounts receivable from these customers totaled $1,439,375 and $832,191 at March 31, 2026 and 2025, respectively.

Advertising Expense

Advertising expense is charged to income during the year in which it is incurred. Advertising and promotion expenses for the years ended March 31, 2026 and 2025 were $32,985 and $39,666, respectively.

Cash Equivalents

The Company utilizes a money market account and certificates of deposit to earn interest on funds held.

The Company maintains its cash in bank deposit accounts that at times may exceed federally insured limits. The Company has not experienced any losses in such accounts.

For the purpose of the accompanying financial statements, the Company considers all highly liquid investments with original maturities of three months or less when purchased to be cash equivalents. This includes certificates of deposit totaling $5,000,000 and $0 as of March 31, 2026 and 2025, respectively. The carrying amount reported on the balance sheet for cash and cash equivalents approximates fair value due to the short term nature of these investments.

Investments

Short term investments at March 31, 2026 and 2025 consisted of certificates of deposit with an original maturity greater than three months but less than one year. Investments are valued at cost, which approximates fair value.

Trade Accounts Receivable

The Company's trade accounts receivable balance is primarily related to sales of ion exchange resins and vapor absorption chillers and spares. Credit is extended based on prior experience with the customer and evaluation of the customer's financial condition. Trade accounts receivable are stated at invoice amounts and generally due within 30 days.

In July 2025, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2025 05, Financial Instruments Credit Losses (Topic 326): Measurement of Credit Losses for Accounts Receivable and Contract Assets. The ASU introduced a practical expedient for estimating expected credit losses on current accounts receivable and current contract assets arising from transactions accounted for under ASC 606, Revenue from Contracts with Customers. Under the practical expedient, the Company assumes that current conditions as of the balance sheet date will not change for the remaining life of the asset.

The Company adopted the new guidance on April 1, 2025 on a prospective basis. The adoption of this guidance did not have a significant impact on the financial statements. A reserve for credit loss is established for amounts expected to be uncollectible over the contractual life of the receivables. The Company calculates the allowance using an expected loss model that considers the Company's actual historical loss rates adjusted for current economic conditions. The Company has elected the practical expedient to assume that the current conditions as of the balance sheet date will not change for the remaining life of the asset. Uncollectible amounts are written off against the reserve for credit losses in the period they are determined to be uncollectible. The reserve for credit losses on accounts receivable balances was $53,098 and $180,958 as of March 31, 2026 and 2025, respectively.

Inventory

Inventory consists of products purchased from Thermax Ltd. and is valued at the lower of cost or net realizable value (NRV), with NRV based on selling prices in the ordinary course of business, less costs of completion, disposal, and transportation. Inventory cost is determined using the average cost method. The cost of inventory includes the purchase price of the products, expenses incurred on freight, customs duty where applicable, and other incidental expenses.

Other Current Assets

Included in other current assets at March 31, 2026 and 2025 is $296,634 and $103,634, respectively, of accrued interest income related to the Company's certificates of deposit.

Shipping and Handling Costs

Shipping and handling costs are generally capitalized to inventory for the inbound costs of the Company's purchases and recorded as costs of sales for the outbound costs of the Company's sales as they are incurred.

Property and Equipment

Property and equipment are recorded at cost. The straight line method is used for computing depreciation over the estimated useful lives of the assets. Costs of maintenance and repairs are charged to expense when incurred.

The estimated useful lives used to determine depreciation are as follows:

	Depreciable Life Years
Machinery and equipment	7
Furniture and fixtures	7
Office equipment	5
Leasehold improvements	7

Income Taxes

A current tax liability or asset is recognized for the estimated taxes payable or refundable on tax returns for the year. Deferred tax liabilities or assets are recognized for the estimated future tax effects of temporary differences between financial reporting and tax accounting.

The Company has elected to classify interest and penalties, if applicable, related to income tax obligations as part of income tax expense.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates

and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Subsequent Events

The financial statements and related disclosures include evaluation of events up to and including April 28, 2026, which is the date the financial statements were available to be issued.

Note 3 - Revenue Recognition

The Company generates revenue from contracts with customers through the sale of absorption chillers and ion exchange resins and chemicals to customers primarily in North America.

The Company's typical contract terms for the sale of absorption chillers are memorialized in purchase orders. The typical contract calls for delivery of the chiller to the designated customer site and startup. Any ongoing requirement for maintenance of the chillers after startup is negotiated as a separate customer contract when needed, which may not be at the time the chiller is purchased.

From time to time, the Company may sell spare parts to its customers under separately negotiated customer contracts. Spare parts sold to customers are recognized when control transfers to the customer under the customer contract.

The Company's typical contract terms for the sale of ion exchange resins are memorialized in purchase orders. In most of the contracts, customers will pick up resins from one of the storage warehouses. In certain circumstances, contracts call for delivery of a specific type and quantity of resin to the customer location. In other cases, containers of ion exchange resins imported from the factory are delivered direct to customer locations.

The most significant economic factor affecting the nature, amount, timing, and uncertainty of the Company's revenue and cash flows pertains to the type of customers for sale of the Company's absorption chillers. The Company's revenue per customer in this segment is significant. As a result, the credit quality of the customer may have a significant impact on the risks associated with this revenue stream.

During the years ended March 31, 2026 and 2025, the Company recognized revenue from contracts with customers as follows:

	2026	2026
Absorption chillers	**$ 9,737,917**	$ 3,972,447
Absorption chillers Duty reimbursement	**364,723**	-
Absorption chillers Services/ Maintenance	**300,405**	471,332
Absorption chillers Spare parts	**784,985**	515,381
Ion exchange resins	**20,242,924**	16,872,684
Total revenue from contracts with customers	**$ 31,430,954**	$ 21,831,844

The Company's revenue from the sale of absorption chillers includes revenue for startup services. Revenue for startup services for the years ended March 31, 2026 and 2025 was approximately $186,500 and $78,000, respectively.

The Company recognized credit (gains) losses of $(41,244) and $47,011 on its trade receivables for the years ended March 31, 2026 and 2025, respectively. Trade accounts receivable were $5,252,554, $3,614,639, and $3,886,414 as of March 31, 2026; March 31, 2025; and April 1, 2024, respectively.

For the absorption chillers revenue stream, the Company has performance obligations for the delivery of the chiller and the subsequent startup of the chiller. The performance obligation for the delivery of chillers is recognized at a point in time. The performance obligation for sale of spare parts is also recognized at a point in time. The Company has evaluated the factors to determine when the customer obtains control over the chiller and the spare parts sold and has concluded that control transfers when the risk of ownership has transferred. In most cases, this is upon delivery to the customer site, as the Company typically bears the risk of loss for goods in transit.

The startup service and maintenance performance obligations are recognized over time. The Company has evaluated the factors to determine when the customer obtains control over the service being rendered and has concluded that control transfers as the work is performed by the Company's technicians. For startup service and maintenance performance obligations, the measure of progress is completion of activity per the terms of the service contract. The measure of progress is actual costs incurred, including salaries and fringe benefits, and travel and other out of pocket costs incurred. There were no outstanding contract assets related to startup service and maintenance contracts as of March 31, 2026; March 31, 2025; or April 1, 2024. Contract liabilities related to startup service and maintenance contracts totaled $320,200 and $179,700 as of March 31, 2026 and 2025, respectively, and $212,700 as of April 1, 2024.

For the ion exchange resins revenue stream, the Company has performance obligations for the delivery of the resins. The delivery performance obligation is recognized at a point in time. The Company has evaluated the factors to determine when the customer obtains control over the resins and has concluded that control transfers when the risk of ownership has transferred. In most cases, this is upon pickup by the customer and, in a few cases, by delivery to the customer site, as the Company typically bears the risk of loss for goods in transit.

Payment for goods and services sold by the Company is typically due within 30 days after an invoice is sent to the customer. Invoices for goods are typically sent to customers within 3 calendar days of delivery. Invoices for services performed over time are typically sent to customers on the completion of service by the Company's service personnel.

The Company does not offer discounts if the customer pays some or all of an invoiced amount prior to the due date. Related to the Company's customer contracts for the sale of absorption chillers and occasionally for sale of ion exchange resins, the Company, in some cases, bills its customers and collects cash prior to the satisfaction of the performance obligation, which results in the Company recognizing contract liabilities. These payments are effectively down payments from its customers. These contract liabilities are recorded as customer deposits and advances on the balance sheet. Customer advances totaled $11,482,483 and $2,698,320 as of March 31, 2026 and 2025, respectively. Customer advances totaled $851,586 as of April 1, 2024.

For startup services associated with the sale of the Company's absorption chillers, the amount of consideration to which the Company will be entitled is included in the total contract price and is not separately stated. Under some of the contracts, consideration/payment is contingent on the successful performance of the promised service. The Company estimates and accrues costs it expects to incur to complete startup of each absorption chiller it delivers. As startup services are rendered and actual costs are incurred, the startup accrual is reduced, with any final adjustments recorded when the performance obligation is complete. None of the Company's contracts have a significant financing component.

The Company offers no warranties related to the sale of its products. Any warranties on the absorption chillers are offered by and are the obligation of the manufacturer (Thermax Ltd.). In most cases, consideration paid for products and services that customers purchase from the Company is nonrefundable. Therefore, at the time revenue is recognized, the Company does not estimate expected refunds for services, nor does the Company exclude any such amounts from revenue.

The transaction price of a contract is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. Transaction prices do not include amounts collected on behalf of third parties (e.g., sales taxes).

To determine the transaction price of a contract, the Company considers the terms of the contract and its customary business practices. For the purpose of determining transaction prices, the Company assumes that the goods or services will be transferred to the customer as promised in accordance with existing contracts and that the contracts will not be canceled, renewed, or modified.

Notes to Financial Statements March 31, 2026 and 2025

The Company's contracts with customers have fixed transaction prices that are payable in cash. A majority of the transaction price is allocated to chiller delivery, while the Company allocates a portion of the transaction price to the startup performance obligation equal to its anticipated direct costs for providing this service. The basis for this allocation is that the margin the Company is entitled to keep is related to the delivery of the chiller. The startup, while a separate performance obligation, does not have value that is contemplated in the contract price beyond the direct costs incurred by the Company.

The Company has elected all available and relevant practical expedients in its application of ASU No. 2014 09, Revenue from Contracts with Customers (Topic 606). These include (1) recognition of the incremental costs of obtaining contracts as expenses when incurred and (2) treatment of shipping and handling activities that occur after the customer has obtained control of a good as a fulfillment cost rather than an additional promised service.

Note 4 - Accounts Receivable

The following is the detail of accounts receivable

	2026	2025
Trade receivables	**$ 5,073,165**	$ 3,080,706
Trade receivables from related parties	**232,487**	714,891
Less reserve for credit loss	**53,098**	180,958
Net trade accounts receivable	**$ 5,252,554**	$ 3,614,639
Other	**770,220**	-
Net trade accounts receivable	**$ 6,022,774**	$ 3,614,639

Other receivables for the year ended March 31, 2026 include an insurance claim receivable of $770,220 for inventory damaged during transport. The related income is presented within cost of revenue on the statement of operations and offsets the associated loss recognized during the year.

The activity in the reserve for credit losses is as follows:

	2026	2025
Beginning balance	**$ 180,958**	$ 133,947
Change in estimate of reserve	**33,981**	47,011
Recoveries	**(161,841)**	-
Ending balance	**$ 53,098**	$ 180,958

Note 5 - Inventory

Inventory, net of reserves, at March 31, 2026 and 2025 consists of the following:

	2026	2025
Traded goods - Ion exchange resins and spare parts	**$ 1,057,774**	$ 2,478,776
Goods in transit - Ion exchange resins and chemicals	**1,442,167**	1,631,828
Goods in transit - Chillers and spare parts	**3,399,192**	2,861,080
Total inventory	**$ 5,899,133**	$ 6,971,684

The Company maintains inventory of ion exchange resins and spare parts at third party warehouses located in various states. At March 31, 2026 and 2025, net inventory valued at $1,057,774 and $2,478,776, respectively, was located at third party warehouses.

At March 31, 2026 and 2025, the Company maintained a reserve for inventory obsolescence of $128,265 and $120,218, respectively.

Note 6 - Property and Equipment

Property and equipment at March 31, 2026 and 2025 are summarized as follows:

		2026		2025
Machinery and equipment	$	**11,425**	$	-
Office equipment		**66,194**		56,902
Furniture and fixtures		**35,045**		35,045
Leasehold improvements		**9,379**		9,379
Total cost		**122,043**		101,326
Accumulated depreciation		**89,564**		79,256
Net property and equipment	$	**32,479**	$	22,070

Depreciation expense was $10,308 and $12,147 for the years ended March 31, 2026 and 2025, respectively.

Note 7 - Related Party Transactions

The following is a description of transactions between the Company and related parties that are related to the Company through common ownership:

Accounts Receivable and Advances

At March 31, 2026 and 2025, the Company had accounts receivable from related parties totaling $232,487 and $714,891, respectively, related to expenses paid by the Company on behalf of the related parties.

At March 31, 2026 and 2025, the Company had advances to related parties totaling $0 and $598,800, respectively. The advances represent deposits on the purchase of chillers for sale to the Company's customers.

Accounts Payable

At March 31, 2026 and 2025, the Company had accounts payable to related parties totaling $9,496,635 and $5,011,279, respectively.

Purchases

For the years ended March 31, 2026 and 2025, the Company had purchases of ion exchange resins, absorption chillers, and spare parts from Thermax Ltd. totaling $23,853,829 and $16,836,040, respectively.

Other Income

During the year ended March 31, 2026, the Company was reimbursed by Thermax Ltd. for a legal settlement paid during the fiscal year in the amount of $85,000, as further outlined in Note 12. The reimbursement is recorded within other income in the statement of operations in 2026.

Note 8 - Leases

The Company is obligated under operating leases primarily for office space and vehicles, expiring at various dates through March 2029. The Company recognizes expense for operating leases on a straight line basis over the lease term. The Company made a policy election to separate lease and nonlease components for all leases. Therefore, the calculation of the right of use asset and lease liability includes payments only for the lease component. The weighted average remaining lease term was 2.58 years and 1.36 years at March 31, 2026 and 2025, respectively. The right of use asset and related lease liability have been calculated using discount rates ranging from 4.40 to 9.50 percent, which represent the Company's incremental borrowing rate. The weighted average discount rate for these leases was 6.11 percent at March 31, 2026 and 7.74 percent at March 31, 2025. The leases require the Company to pay taxes, insurance, utilities, and maintenance costs. Variable lease payments that do not depend on an index or fixed rate are not included in the measurement of the right of use asset and lease liability. Variable lease payments totaled $35,480 and $41,821 for the years ended March 31, 2026 and 2025, respectively. Operating lease expenses were $84,718 and $95,100 for the years ended March 31, 2026 and 2025, respectively. Cash paid for amounts included in the measurement of operating lease liabilities was $87,802 and $100,688 for the years ended March 31, 2026 and 2025, respectively.

Future minimum annual commitments are as follows:

Years Ending March 31		Amount
2027	$	95,513
2028		70,284
2029		54,594
Total		**220,391**
Less amount representing interest		16,706
Present value of net minimum lease payments		**203,685**
Less current obligations		85,594
Long term obligations under leases	**$**	**118,091**

Note 9 - Income Taxes

The components of the income tax provision included in the statement of operations are all attributable to continuing operations and are detailed as follows:

		2026		2025
Current income tax expense	$	**638,449**	$	255,309
Deferred income tax (recovery)		**(147,000)**		(40,000)
Total income tax expense	$	**491,449**	$	215,309

A reconciliation of the provision for income taxes to income taxes computed by applying the statutory United States federal rate to income before taxes is as follows:

		2026		2025
Income tax expense Computed at 21 percent of pretax income	$	**436,875**	$	191,761
State income taxes Net of federal tax benefit		**48,544**		21,574
Nondeductible expenses and adjustments to prior year estimate Net		**6,030**		1,974
Total income tax expense	$	**491,449**	$	215,309

The details of the net deferred tax asset are as follows:

		2026		2025
Deferred tax assets:				
Warranty reserve	$	**13,000**	$	-
Inventory reserve		**27,000**		25,000
Section 263A		**11,000**		16,000
Accrued bonuses		**29,000**		35,000
Other		**271,000**		126,000
Gross deferred tax assets		**351,000**		202,000
Deferred Tax Liabilities - Depreciation		**7,000**		5,000
Net deferred tax asset	$	**344,000**	$	197,000

No valuation allowance has been recognized for the deferred tax assets.

The Company files income tax returns in U.S. federal and various state jurisdictions. With few exceptions, the Company is no longer subject to income tax examinations by taxing authorities for years ended before March 31, 2022. There are no pending or ongoing tax examinations.

Note 10 - Segment Information

The Company has two reportable segments (1) chemical and (2) energy.

The chemical segment is engaged in the distribution of ion exchange resins, and the energy segment is engaged in the distribution of absorption chillers and the sale of spares. The two segments consist of distinct product lines that are managed separately, as each has different selling and distribution requirements.

The accounting policies of the segments are the same as those described in the summary of significant accounting policies in Note 2. For the years ended March 31, 2026 and 2025, all corporate expenses have been allocated to reportable segments based on their predetermined share of operating activities, which was 65 percent to the chemical segment and 35 percent to the energy segment. Segment profit is based on operating profit before income taxes.

Intersegment charges for administrative services are allocated by management.

The following is summarized information about profit or loss, assets, and liabilities and other information for each reportable segment for the years ended March 31, 2026 and 2025:

		2026	2025
Chemical Segment			
Revenue from external customers	$	**20,242,924**	16,872,68
Other revenue		**132,684**	145,784
Segment pretax profit		**1,205,190**	1,129,588
Segment assets		**7,013,438**	7,201,417
Segment liabilities		**6,228,874**	2,157,173
Energy Segment			
Revenue from external customers		**11,188,030**	4,959,160
Other revenue		**141,318**	33,747
Segment pretax profit (loss)		**327,841**	(552,810)
Segment assets		**5,107,468**	4,007,653
Segment liabilities		**15,700,130**	6,237,935

The following are reconciliations from the segment information above to the amounts reported in the accompanying financial statements for the years ended March 31, 2026 and 2025:

		2026		2025
Revenue by Country				
United States	$	**20,285,227**	$	18,798,974
Mexico and South America		**6,152,912**		1,612,871
Canada		**1,128,032**		340,333
Other		**4,138,785**		1,259,197
Total revenue and other income	$	**31,704,956**	$	22,011,375
Pretax Profit				
Total pretax profit for reportable segments	$	**1,533,031**	$	576,778
Nonoperating investment income		**547,328**		336,369
Total pretax profit	$	**2,080,359**	$	913,147
Assets				
Total assets for reportable segments	$	**12,120,906**	$	11,209,070
Unallocated amounts		**24,665,237**		10,263,595
Total assets	$	**$36,786,143**	$	21,472,665
Liabilities				
Total liabilities for reportable segments		**21,929,004**		8,395,108
Unallocated amounts		**380,252**		189,580
Total liabilities		**22,309,256**		8,584,688

Revenue is allocated based on the geographic location of the customers.

Notes to Financial Statements March 31, 2026 and 2025

Certain amounts included in other revenue and pretax profits reported by segment in 2025 were reclassified to align with the 2026 presentation, where nonoperating income was not allocated to the individual segments.

Note 11 - Retirement Plans

The Company has a defined contribution profit sharing 401(k) plan covering substantially all employees. Company contributions are discretionary. The Company has the option to match up to 50 percent of an employee's deferral amount, not to exceed 4 percent of the employee's compensation. For the years ended March 31, 2026 and 2025, the Company made matching contributions totaling $56,943 and $52,987, respectively.

Note 12 - Contingencies and Settlements

The Company is subject to various legal proceedings and claims that arise in the ordinary course of business. In the opinion of management, the amount of any ultimate liability with respect to these actions, if any, will not materially affect the Company's financial statements, with the exception for the matter disclosed below.

The Company was named as one of three parties in a lawsuit for breach of warranty and misrepresentation, as initiated by an entity that purchased a chiller from one of the Company's customers. During the year ended March 31, 2025, a settlement was reached relating to the lawsuit, resulting in a liability of $85,000 to be paid by the Company. This amount was unpaid as of March 31, 2025 and was reported as part of other accrued liabilities on the balance sheet. During the year ended March 31, 2026, the liability was paid in full, as well as reimbursed to the Company by Thermax Ltd., as outlined in Note 7.

THERMAX DO BRASIL – ENERGIA E EQUIPAMENTOS LTDA.

Supervisory Board
Mr. B. Venkatesh
Mr. Sandeep Mandke

Registered Office
Av. Paulista, 37-04
ander-Edificio Pq
Cultureal Paulista
Sao Paulo, SP. Brazilo

Auditors
KANZK AVALIAÇÕES E
AUDITORIA EIRELI
CNPJ no. 23.429,508/0001-05
CRC- SP 2SP 025.442/O-3
São Paulo, Brazil

Bankers
Banco Citibank S. A.
Banco Real S. A.

AUDITORS' REPORT

To Quotaholders

Thermax do Brasil – Energia e Equipamentos Ltda.

São Paulo - SP

1. We have examined the balance sheet of **Thermax do Brasil – Energia e Equipamentos Ltda.,** as of March 31, 2026 and the related statements of income, changes in quotaholders' equity and changes in financial position for the period then ended, which are the responsibility of its management. Our responsibility is to express an opinion on these financial statements.

2. We conducted our audit in accordance with auditing standards generally accepted in Brazil and, accordingly, included: a) the planning of the audit work, considering the materiality of the balances, volume of transactions, and the system of internal controls of the Company; b) the verification on a test basis, of the evidence and records which support the values and information in the published financial statements; and c) evaluation of the accounting practices and the more material accounting estimates adopted by Company management as well as the presentation of the financial statements taken as a whole.

3. In our opinion, the financial statements referred in the paragraph 1 present fairly, in all material respects, the financial position of **Thermax do Brasil – Energia e Equipamentos Ltda.,** as of March 31, 2026, and of the results of their operations, changes in their quotaholders' equity and changes in its financial position for the period then ended, in accordance with accounting principles generally accepted in Brazil.

KANZK AVALIAÇÕES E AUDITORIA EIRELI

CNPJ no. 23.429,508/0001-05

CRC- SP 2SP 025.442/O-3

São Paulo, Brazil

April, 23, 2026

Statement of Income
For the year ended March 31, 2026

	2026		2025	
	BRL	**Rs Lacs**	BRL	Rs Lacs
GROSS INCOME				
Sale of services	**347,484**	**63.64**	381,297	57.13
	347,484	**63.64**	381,297	57.13
DEDUCTION FROM GROSS INCOMES				
Tax incident on sales	**(52,935)**	**(9.69)**	(55,136)	(8.26)
Gross profit	**294,549**	**53.94**	326,161	48.87
OPERATING EXPENSES				
General and administrative expenses	**(351,862)**	**(64.44)**	(292,357)	(43.80)
Financial (expenses)/ income	**(5,107)**	**(0.94)**	1,085	0.16
	(356,969)	**(65.37)**	(291,273)	(43.64)
Net Profit/Loss before Taxes	**(62,420)**	**(11.43)**	34,888	5.23
Taxes on income	**-**	**-**	-	-
Net Profit/(Loss)	**(62,420)**	**(11.43)**	34,888	5.23

Exchange Rate : As at 31 Mar 26 is 1 BRL = Rs 18.31

Exchange Rate : As at 31 Mar 25 is 1 BRL = Rs 14.98

Balance Sheet Year Ended March 31, 2026

	2026		2025	
	BRL	**Rs Lacs**	BRL	Rs Lacs
SOURCES OF FUNDS				
Shareholders' Funds :				
Share Capital	**1,087,130**	**199.09**	1,087,130	162.88
Accumulated losses	**(582,301)**	**(106.64)**	(519,880)	(77.89)
Total Funds Employed	**504,829**	**92.45**	567,250	84.99
APPLICATION OF FUNDS				
Current Assets:				
Cash & Banks	**197,209**	**36.12**	299,229	44.83
Trade receivables	**94,129**	**17.24**	63,471	9.51
(-) Provision for doubtful Debts	**(25,284)**	**(4.63)**	(25,284)	(3.79)
Recoverable taxes	**11,743**	**2.15**	11,743	1.76
(-) Provision for losses	**(10,941)**	**(2.00)**	(10,941)	(1.64)
Account Receivable (Intercompany)	**210,598**	**38.57**	240,984	36.11
Other current assets	**40,526**	**7.42**	-	-
	517,980	**94.86**	579,202	86.78
Less : Current Liabilities & Provisions				
Taxes payable	**13,295**	**2.43**	14,514	2.17
Other accounts payable	**9,784**	**1.79**	7,365	1.10
(-) Reversal Taxes (Bad Debts)	**(9,928)**	**(1.82)**	(9,928)	(1.49)
	13,151	**2.41**	11,952	1.79
Net Current Assets	**504,829**	**92.45**	567,250	84.99
Total Funds Applied	**504,829**	**92.45**	567,250	84.99

Statement of Changes in Quotaholders' Equity Year Ended March 31, 2026

	Capital		Accumulated losses		Total	
	BRL	**Rs Lacs**	**BRL**	**Rs Lacs**	**BRL**	**Rs Lacs**
Balances at April 1, 2025	1,087,130	162.88	(519,880)	(77.89)	567,250	84.99
Net Profit/ (Loss) for the period	**-**	-	(62,420)	(11.43)	(62,420)	(11.43)
Balances at March 31, 2026	**1,087,130**	**199.09**	**(582,301)**	**(106.64)**	**504,829.50**	**92.45**

See the accompanying notes to the financial statements

Statement of Changes in Financial Position
Year ended March 31, 2026

Sources	2026		2025	
	BRL	**Rs Lacs**	BRL	Rs Lacs
From Operations				
Net Profit/(loss) for the period	**(62,420)**	**(11.43)**	34,888	5.23
Expenses (incomes) that do not affect net working capital:				
Depreciation	**-**	**-**	-	-
Advance to Capital	**-**	**-**	-	-
Total sources	**(62,420)**	**(11.43)**	34,888	5.23
Applications	-	-	-	-
Reduction in net working capital	**(62,420)**	**(11.43)**	34,888	5.23

Statement of variation in net working capital

	31 March 2026		31 March 2025		Variation 2025	
	BRL	**Rs Lacs**	**BRL**	**Rs Lacs**	**BRL**	**Rs Lacs**
Current Assets	**517,980**	**94.86**	579,202	86.78	(61,222)	8.08
Current Liabilities	**13,151**	**2.41**	11,952	1.79	(1,199)	(0.62)
Net working capital	**504,829**	**92.45**	567,250	84.99	(62,421)	7.46

THERMAX DO BRASIL – ENERGIA E EQUIPAMENTOS LTDA.

Notes to the Financial Statements Year Ended March 31, 2026
(Amounts in reais)

1. Operational Context

The Company is a subsidiary of Thermax Ltd which in turn is a subsidiary of RDA Holdings Private Limited, a Company incorporated in India. The Company's business activities mainly consist of rendering services, including technical assistance, which may be provided through hiring outsourced companies.

2. Presentation of the Financial Statements

The financial statements were prepared in accordance with accounting practices emanated from the Brazilian Corporation Law.

3. Summary of the Significant Accounting Policies

a. Revenue and expenses recognition

Income and expenses are recorded on monthly accrual basis.

b. Current and long-term assets

Current and long-term assets are recorded at lower of cost or market value plus accrued income until the end of the period. An allowance is recorded in case the market value is lower than cost.

c. Current and long-term liabilities

Liabilities are recorded at known or estimated amounts.

4. Trade Receivables

Description	2026	2025
Accounts receivable	94,128.75	63,470.75
(-)Provision for Doubtful Debts	(25,283.53)	(25,283.53)
Net accounts receivable	**68,845.22**	**38,187.22**

The Company decided to make a provision for accounts receivables due the uncertainty of recovery of receivables from Consulthermos.

5. Accounts Receivable - Intercompany

Description	2026	2025
Accounts receivable	210,597.83	240,983.93
Net accounts receivable	**210,597.83**	**240,983.93**

The amount of R$ 210,597.83 refers to invoices issued to Thermax LTD for the recovery of commercial expenses.

In March 2026, the amount of R$ 20,526.48 was considered as a deduction from the value of accounts receivable, relating to payment orders in transit, the bank credit of which will occur on 04/2026.

This value was checked with Thermax Ltd. and not present differences

6. Recoverable Taxes

Description	2026	2025
IRPJ – 2005	89.28	89.28
CSLL – 2005	10,851.37	10,851.37
IRRF – Authorized	802.03	802.03
	11,742.68	11,742.68
Provision for losses	**(10,940.65)**	**(10,940.65)**
Net	**802.03**	**802.03**

The value of the recoverable taxes basically represents withholding taxes by the Customers. The possibility of setting off the recoverable taxes was authorized by Federal Authorities in May, 2013.

Compensation made with other federal taxes after delivery of the ECD - Digital Tax Registration on 06, 2025. After delivery we made a formal request for compensation or refund. This possibility was introduced with Law IN RFB 2214/2024.These autorization occured in March, 2026 to will be compensated in April, 2026.

7. Taxes and Contributions payable

Description	2026	2025
PIS	1,422.90	1,596.90
COFINS	10,969.83	12,917.50
ISS – SALES	902.00	-
(-)Reversal – Taxes – Bad Debts	(9,927.66)	(9,927.66)
Net Taxes and Contributions payable	**3,367.08**	**4,586.75**

The above balances were compared with the tax books of the Company and subsequent events and do not present differences.

The Company recorded a reversal of taxes payable in view of the uncertainty of recovery of receivables from Consulthermos.

8. Other liabilities

Description	2026	2025
Rent	2,073.14	2,073.14
Reimbursment – Mr.Felipe	5,710.47	3,291.83
Audit Fees	2,000.00	2,000.00
TOTAL	**9,783.61**	**7,364.97**

9. Capital Social

The paid-in Capital is represented by R$ 1,087,130.00 with nominal value of R$ 1.00 (one real) each.

10. Services

The company's total sales from services amounted to R$347,484.00 as presented below:

Description	2026	2025
Services Sales	347,484.00	381,296.87
Net sales	**347,484.00**	**381,296.87**

The services sales amounts were checked against the company's tax books and do not present differences.

11. Taxes incident on Services

The company's total taxes related to service, amounted to R$ 52,935.36 as presented below:

Description	2026	2025
ISS - SALES	21,245.41	19,859.84
COFINS – SALES	25,956.46	28,978.56
PIS – SALES	5,733.49	6,297.41
TOTAL	**52,935.36**	**55,135.81**

12. Operating Expenses

The composition of the "Operating Expenses" account is presented below:

Description	2026	2025
Rents/Condominium	28,083.08	26,489.01
Accounting Outsourcing	46,800.00	46,800.00
Third Part Services	257,025.99	217,068.15
Auditory	2,000.00	2,000.00
Travel Expenses	17,726.22	-
Others	226.68	-
Total	**351,861.97**	**292,357.16**

13. Financial (expenses) income

The balance of the Financial (expenses) income and exchange variation income account is presented below:

Description	2026	2025
Bank Expenses	(4,591.25)	(3,738.25)
Finance Income	1,337.97	-
Exchange Variation	(1,853.89)	4,822.78
Total	**(5,107.17)**	**1,084.53**

14 . Identified Contingencies

There are no identified tax and accounting contingencies for the year ended on March 31, 2026 (Previous Year Nil)

KANZK AVALIAÇAO E AUDITORIA EIRELI
CNPJ no. 23.429, 508/0001-05
CRC- SP 2SP 025.442/O-3
São Paulo, Brazil
April 23, 2026

THERMAX NETHERLANDS B.V.

Board of Directors	Registered Office	Audiors	Bankers
S.V. Dhumane TMF Netherlands B. V.	Herikerbergweg 238, Luna Arena, 1101 CM Amsterdam Zuidoost, The Netherlands.	KNAV audit B.V. Fokkerstraat 12 3833 LD Leusden The Netherlands	Citi Bank, Netherlands

INDEPENDENT AUDITORS' REPORT

To: Board of Director of Thermax Netherlands B.V.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS 2025-2026 INCLUDED IN THE ANNUAL REPORT

OUR OPINION

We have audited the financial statements as at 31 March 2026 of Thermax Netherlands B.V. based in Amsterdam.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of Thermax Netherlands B.V. as at 31 March 2026 and of its result for the year then ended in accordance with Part 9 of Book 2 of the Dutch Civil Code.

The financial statements comprise:

1. The company balance sheet as at 31 March 2026;
2. The company profit and loss account for the period ended as at 31 March 2026;
3. The notes comprising a summary of the accounting policies and other explanatory information.

BASIS FOR OUR OPINION

We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. Our responsibilities under those standards are further described in the 'Our responsibilities for the audit of the financial statements' section of our report.

We are independent of Thermax NL B.V. in accordance with the Wet toezicht accountantsorganisaties (Wta, Audit firms supervision act), the Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore, we have complied with the Verordening gedrags- en beroepsregels accountants (VGBA, Dutch Code of Ethics for Professional Accountants).

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

REPORT ON THE OTHER INFORMATION INCLUDED IN THE ANNUAL REPORT

The annual report contains other information, in addition to the financial statements and our auditor's report thereon.

Based on the following procedures performed, we conclude that the other information:

- is consistent with the financial statements and does not contain material misstatements;
- contains the information regarding the management report and the other information as required by Part 9 of Book 2 of the Dutch Civil Code.

We have read the other information. Based on our knowledge and understanding obtained through our audit of the financial statements or otherwise, we have considered whether the other information contains material misstatements.

By performing these procedures, we comply with the requirements of Part 9 of Book 2 of the Dutch Civil Code and the Dutch Standard 720. The scope of the procedures performed is substantially less than the scope of those performed in our audit of the financial statements.

Management is responsible for the preparation of the other information as required by Part 9 of Book 2 of the Dutch Civil Code.

DESCRIPTION OF RESPONSIBILITIES REGARDING THE FINANCIAL STATEMENTS

RESPONSIBILITIES OF THE MANAGEMENT FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Part 9 of Book 2 of the Dutch Civil Code. Furthermore, management is responsible for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

As part of the preparation of the financial statements, management is responsible for assessing the company's ability to continue as a going concern. Based on the financial reporting framework mentioned, management should prepare the financial statements using the going concern basis of accounting, unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Management should disclose events and circumstances that may cast significant doubt on the company's ability to continue as a going concern in the financial statements.

OUR RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objective is to plan and perform the audit engagement in a manner that allows us to obtain sufficient appropriate audit evidence for our opinion.

Our audit has been performed with a high, but not absolute, level of assurance, which means we may not detect all material misstatements, whether due to fraud or error, during our audit.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. The materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

We have exercised professional judgement and have maintained professional skepticism throughout the audit, in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. Our audit included among others:

- Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures responsive to those risks, and obtaining 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;

- Obtaining an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control;
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Concluding 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 a company to cease to continue as a going concern;
- Evaluating the overall presentation, structure and content of the financial statements, including the disclosures; and
- Evaluating 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 findings in internal control that we identify during our audit.

Leusden

KNAV audit B.V.

drs. M. van Diggelen RA

Balance sheet as at 31 March, 2026

(Before appropriation of result)

	Note No	As at March 31, 2026		As at March 31, 2025	
		Euro	**Rs Lacs**	Euro	Rs Lacs
ASSETS					
Non-Current assets:					
Financial assets:					
Investment in participation	1	**15,170,550**	**16,637.68**	12,737,395	11,776.09
		15,170,550	**16,637.68**	12,737,395	11,776.09
CURRENT ASSETS:					
Receivable					
Prepaid expenses		**16,546**	**18.15**	22,618	20.91
Cash and cash Equivalents	2	**112,758**	**123.66**	195,488	180.73
		15,299,854	**16,779.49**	12,955,501	11,977.74
EQUITY & LIABILITIES					
SHAREHOLDERS' EQUITY:	3				
Paid-in and called-up share capital		**32,710,000**	**35,873.35**	32,710,000	30,241.34
Other Reserves		**-**	**-**	-	-
Accumulated result		**(19,824,743)**	**(21,741.97)**	(29,227,713)	(27,021.87)
Result for the year		**2,327,633**	**2,552.74**	9,402,970	8,693.32
		15,212,890	**16,684.11**	12,885,257	11,912.79
Current liabilities					
Trade payables	4	**49,522**	**54.31**	26,556	24.55
Accruals expenses	5	**37,442**	**41.06**	43,688	40.39
		86,964	**95.37**	70,244	64.94
		15,299,854	**16,779.49**	12,955,501	11,977.74

Exchange Rate as on 31 March 2026 is 1 Euro = 109.6709

Exchange Rate as on 31 March 2025 is 1 Euro = 92.4529

Income statement for the period 01-04-2025 until 31-03-2026

	Note No	01-04-25/31-3-2026		01-04-24/31-3-2025	
		Euro	**Rs Lacs**	Euro	Rs Lacs
General and administration expenses	6	**(108,079)**	**(118.53)**	(95,680)	(88.46)
Net Operating result		**(108,079)**	**(118.53)**	(95,680)	(88.46)
Other Interest and Similar income	7	**2,557**	**2.80**	7,561	6.99
Impairment Reversal	8	**2,433,155**	**2,668.46**	9,491,089	8,774.79
Total of result before tax		**2,327,633**	**2,552.74**	9,402,970	8,693.32
Income tax expense	9	-	-	-	-
Total of result after tax		**2,327,633**	**2,552.74**	9,402,970	8,693.32

Statement of Changes in Equity for the period ended March 31, 2026

	Issued share capital		Other reserves		Accumulated results		Result for the year		Total	
	Euro	**Rs Lacs**	**Euro**	**Rs Lacs**	**Euro**	**Rs Lacs**	**Euro**	**Rs Lacs**	**Euro**	**Rs Lacs**
Balance as at 1 April 2025	32,710,000	30,241.34	-	-	(29,227,713)	(27,021.87)	9,402,970	8,693.32	12,885,257	11,912.79
Share application money	-	-			-	-	-	-	-	-
Appropriation of prior year result	-	-	-	-	9,402,970	8,693.32	(9,402,970)	(8,693.32)	-	-
Conversion reserves in capital										
Result for the year	-	-	-	-	-	-	2,327,633	2,552.74	2,327,633	2,552.74
Balance as at 31 March 2026	**32,710,000**	**35,873.35**	**-**	**-**	**(19,824,743)**	**(21,741.97)**	**2,327,633**	**2,151.96**	**15,212,890**	**16,684.11**

THERMAX NETHERLANDS B.V.

Cash flow statement for the period 01-04-2025 until 31-03-2026

	Note	01-04-25/31-3-2026		01-04-24/31-3-2025	
		Euro	**Rs Lacs**	Euro	Rs Lacs
Total of cash flows (used in) from Operating activities					
Operating results		**(108,079)**	**(118.53)**	(95,680)	(88.46)
Changes in working capital:					
(Increase) decrease in receivables		**6,072**	**6.66**	(3,484)	(3.22)
(Decrease) increase in payables		**16,720**	**18.34**	34,231	31.65
		22,792	**25.00**	30,747	28.43
Total of cash flows (used in) from operations		**(85,287)**	**(93.54)**	(64,933)	(60.03)
Interest received	7	**2,557**	**2.80**	7,561	6.99
Total of cash flows (used in) from Operating activities		**(82,730)**	**(90.73)**	(57,372)	(53.04)
Total of cash flows (used in) from Financing activities					
Share application money		**-**	**-**	-	-
Total of increase (decrease) in cash and cash equivalents		**(82,730)**	**(90.73)**	(57,372)	(53.04)
Movement in cash and cash equivalents					
Cash and cash equivalents at the beginning of the period		**195,488**	**214.39**	252,860	233.78
Increase (decrease) in cash and cash equivalents		**(82,730)**	**(90.73)**	(57,372)	(53.04)
Cash and cash equivalents at the end of the period		**112,758**	**123.66**	195,488	180.73

Notes to financial statements for the year ended March 31, 2026

1.4 Notes to the financial statements

General notes

The most important activities of the entity

Thermax Netherlands B.V. (hereinafter 'the Company'), a private limited liability company, having its statutory seat in Amsterdam and its place of business at Herikerbergweg 238, 1101CM, Amsterdam, the Netherlands, was incorporated under the laws of the Netherlands on 5 November 2010 and is registered at the trade register under number 51219352. The Company is a wholly owned subsidiary of publicly listed Thermax Limited, registered in Chinchwad Pune, India.

The principal activity of the Company is to act as a holding company.

The Company qualifies as a micro-sized entity but applies the requirements of a small-sized entity in its annual report.

Since the Company qualifies as a micro entity, it is, consequently, not required to have its accounts audited as provided for in Article 395A, Paragraph 6, Part 9, Book 2 of the Dutch Civil Code. However, the management has preferred to opt for a voluntary audit for the Company.

The Company has made use of the exemption allowed by Article 395A, Paragraph 6, Part 9, Book 2 of the Dutch Civil Code in not presenting a Management Boards report.

In view of the international operations of the group of which the Company forms part, the annual accounts have been drawn up in EUR.

Disclosure of going concern

Despite the accumulated deficit and profit for the year, Management is confident the Company is able to continue as a going concern, considering its overall equity position. Currently there are no plans to sell the shares of or any assets of the Company.

These financial statements have been prepared based on going concern basis. The going concern basis of presentation assumes that the Company will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business.

We have assessed the Group's and the Company's ability to continue as going concern, taking into account all relevant information about the future on the Company's activities and cash flows, which covers a period of at least, but not limited to, 12 months from the balance sheet date. Accordingly, Management is confident the Company is able to continue as a going concern.

Disclosures about estimates, judgements, assumptions and uncertainties

In applying the principles and policies for drawing up the financial statements, the directors of the Company make different estimates and judgments that may be essential to the amounts disclosed in the annual accounts. If it is necessary in order to provide the transparency required under Book 2, Article 362, paragraph 1, the nature of these estimates and judgments, including related assumptions, is disclosed in the change accounting estimates, or in the notes to the relevant balance sheet or profit and loss item.

The exemption of consolidation

Consolidation has not taken place since the Company makes use of Article 408, Part 9, Book 2 of the Dutch Civil Code and consequently will file the consolidated financial statements of its parent company Thermax Limited, Chinchwad Pune, India with the commercial register in the Netherlands.

General accounting principles

The accounting standards used to prepare the financial statements

The annual accounts have been drawn up in accordance with the provisions of Part 9, Book 2 of the Dutch Civil Code and the firm pronouncements in the Guidelines for Annual Reporting in the Netherlands, as published by the Dutch Accounting Standards Board.

Conversion of amounts denominated in foreign currency

All monetary assets and liabilities expressed in currencies other than Euro ('EUR') have been translated at the rates of exchange prevailing at the balance sheet date, whereas non-monetary assets expressed in currencies other than EUR are translated at historical rates. All transactions in foreign currencies have been translated into EUR at the rates of exchange approximating those ruling at the date of the transactions. Resulting exchange differences have been recognised in the profit and loss account.

Financial instruments

Financial instruments comprise other receivables, cash and cash equivalents, payables to group company, and trade and other payables. With the exception of cash and cash equivalents, financial instruments are initially measured at fair value, which includes attributable transaction costs. Subsequent to initial measurement, these items are stated at amortised cost. Cash and cash equivalents are measured at nominal value.

Unless otherwise stated, all assets and liabilities are valued at historical cost.

Accounting principles

Financial assets

Investments in participations are stated at the lower of the historical cost or the net realisable value (historical cost less impairment).

Income from participations is recognised only to the extent of dividends declared.

Impairment of financial assets

On each balance sheet date the Company assesses whether there are any indications that a fixed asset may be subject to impairment. If there are such indications, the recoverable amount of the asset is determined. If it is not possible to determine the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined. An impairment occurs when the carrying amount of an asset is higher than the recoverable amount; the recoverable amount is the higher of the realisable value and the value in use.

An impairment loss is directly recognised in the profit and loss account while the carrying amount of the asset concerned is concurrently reduced.

If it is established that an impairment that was recognised in the past no longer exists or has reduced, the increased carrying amount of the asset concerned is set no higher than the carrying amount that would have been determined if no impairment value adjustment for the asset concerned had been reported.

Cash and cash equivalents

Cash and cash equivalents represent cash in hand, bank balances and deposits with terms of less than twelve months. Bank overdrafts, if any, are shown within borrowings in current liabilities on the balance sheet. Cash and cash equivalents are stated at face value.

Accounting principles for determining the result

The result is the difference between the realisable value of any income received and the costs and other charges incurred during the year. The results on transactions are recognised in the year in which they are realised.

General and administrative expenses

Expenses are determined with due observance of the aforementioned accounting policies and allocated to the financial year to which they relate. Foreseeable and other obligations as well as potential losses arising before the financial year-end are recognised if they are known before the financial statements are prepared and provided all other conditions for forming provisions are met.

THERMAX NETHERLANDS B.V.

Notes to financial statements for the year ended March 31, 2026

Income tax expense

Tax on the result is calculated based on the result before tax in the income statement, taking account of the losses available for set-off from previous financial years and exempt profit components and after the addition of non-deductible costs. Due account is also taken of changes which occur in the deferred tax assets and deferred tax liabilities in respect of changes in the applicable tax rate.

Cash flow statement

The cash flow statement has been prepared using the indirect method. The cash items disclosed in the cash flow statement comprise cash at banks and in hand except for deposits with a maturity longer than three months. Cash flows denominated in foreign currencies have been translated at average estimated exchange rates. Exchange differences affecting cash items are shown separately in the cash flow statement. Interest paid and received, dividends received and income taxes are included in cash from operating activities. Dividends paid are recognised as cash used in financing activities. Transactions not resulting in inflow or outflow of cash, including finance leases, are not recognised in the cash flow statement. Payments of finance lease instalments qualify as repayments of borrowings under cash used in financing activities and as interest paid under cash generated from operating activities.

1.5 Notes to the balance sheet as at 31 March 2026

1 Investment in participation

At balance sheet date, the Company owned 100% in Thermax Denmak ApS, Herning, Denmark (2024/2025:100%).

The movement in this balance during the year under review are as follows:

	01-04-2025 / 31-03-2026	01-04-2024/ 31-03-2025
	EUR	EUR
Historic Cost	**31,781,767**	31,781,767
Provision for Impairment	**(16,611,217)**	(19,044,372)
Total	**15,170,550**	12,737,395

Thermax Denmark ApS is a holding company and holds shares in Danstoker A/S, Boilerworks A/S, and Ejendomsanpartsselskabet Industrivej Nord 13, all of which are registered in Denmark.

Thermax Denmark ApS was incorporated on 29 October 2010. On 8 November 2010, the Company subscribed for 74,920,000 newly issued shares in Thermax Denmark ApS with a nominal value of DKK 1 each. The total consideration involved was EUR 20,000,000.

On 22 June 2011, the Company acquired the remaining 80,000 shares in Thermax Denmark ApS with a nominal value of DKK 1 each, rendering its total shareholding in the participation to 100%. The total consideration involved was EUR 21,767. During the period, 1 April 2017 and 31 March 2022, EUR 11,760,000 was further invested.

The total amount invested in the participation as at 31 March 2026 was EUR 31,781,767 (31 March 2025: EUR 31,781,767).

In line with previous year, management used net equity value from the financial statements of Thermax Denmark ApS to determine the recoverable amount of the investment. During the financial year ending 31 March 2025, an impairment of EUR 2,433,155 was further released (31 March 2025: EUR 9,491,089 released) on this investment in view of its recoverable amount being higher than the cost value at balance sheet date.

2 Cash and cash equivalents

The Company maintains a bank account denominated in EUR with Citibank N.A., the balance of which is available on demand.

3 Shareholder's equity

The Company's issued and fully paid-up share capital as at 31 March 2026 amounted to EUR 32,710,000, consisting of 32,710,000 shares with a nominal value of EUR 1 each (31 March 2025: 32,710,000 shares at EUR 1 each).

The movements in shareholder's equity during the year under review were as follows:

	Paid-in and called-up share capital	**Accumulated results**	**Result for the year**	**Total**
	EUR	EUR	EUR	EUR
Balance as at 1 April 2025	32,710,000	(29,227,713)	9,402,970	12,885,257
Result for the year	-	-	2,327,633	2,327,633
Appropriation of prior year result	-	9,402,970	(9,402,970)	-
Balance as at 31 March 2026	**32,710,000**	**(19,824,743)**	**2,327,633**	**15,212,890**

The Company amended its articles of association on 30 March 2021 by a Deed of Amendment in order to change its authorised share capital from 30,000,000 shares of EUR 1 each to unlimited authorised capital in accordance with current Dutch legislation.

On 2 April 2024 the company issued 300,000 additional shares with a nominal value of EUR 1 each.

Statement of the proposed appropriation of the result

Management proposes that the result for the year will be added to the accumulated results. This proposal has not yet been reflected in the balance sheet.

4 Trade payables

	31-03-2026	31-03-2025
	EUR	EUR
Trade creditors	**49,522**	26,556

5 Accrued expenses

	31-03-2026	31-03-2025
	EUR	EUR
Accrued audit fees	**25,755**	22,255
Accrued tax advisory fees	**11,687**	21,433
	37,442	43,688

1.6 Notes to the income statement for the period 01-04-2025 until 31-03-2026

6 General and administrative expenses

	1-4-2025/ 31-03-2026	1-4-2024/ 31-03-2025
	EUR	EUR
General and administrative expenses	**108,079**	95,680

Notes to financial statements for the year ended March 31, 2026

General and administrative expenses

	1-4-2025/ 31-03-2026	1-4-2024/ 31-03-2025
	EUR	EUR
Accounting fees	**63,854**	55,041
Audit fees	**30,265**	25,232
Tax advisory fees	**6,409**	5,574
Management fee	**6,050**	6,050
Bank charges	**1,501**	1,442
Notarial expenses	**-**	2,341
	108,079	95,680

7 Interest income

	1-4-2025/ 31-03-2026	1-4-2024/ 31-03-2025
	EUR	EUR
Received bank interest	**2,557**	7,561

8 Impairment participation

	1-4-2025/ 31-03-2026	1-4-2024/ 31-03-2025
	EUR	EUR
Partial reversal of impairment on investment in Thermax Denmark ApS, Herning, Demark (100%)	**2,433,155**	9,491,089

Refer to note 1 for further details on the impairment levied during the year under review.

9 Income tax expense

At balance sheet date the Company had accumulated losses carried forward of EUR 769,501 (2024/2025: EUR 663,981). Management has assessed deferred tax recoverability and concluded that no deferred tax asset should be recognized. As no dividend income is expected from subsidiaries in the foreseeable future due to ongoing funding and reinvestment needs, sufficient taxable profits will not be available to utilize carried-forward tax losses or credits. Accordingly,recognition criteria for deferred tax assets are not met.

1.7 Other notes

Average number of employees

During the year ending 31 March 2026 no employees were employed (2024/2025: nil).

Remuneration of managing and supervisory directors

Remuneration of managing and supervisory directors The Company has two directors (2024/2025: two).

During the year under review TMF Netherlands B.V. invoiced the Company EUR 69,904 (2024/2025: EUR 68,803), which amongst other services rendered, includes the fees for them acting as Director A of the Company.

The Company has no Supervisory Directors.

Subsequent events

No events have occurred since 31 March 2026 that would make the present financial position substantially different from that shown in the balance sheet as at balance sheet date.

Amsterdam,

TMF Netherlands B.V.	Mr. S.V. Dhumane
Director A	Director B

Statutory provision regarding appropriation of result

Under the restriction that Dutch law prescribes that any profit distribution may only be made to the extent that the shareholder's equity exceeds the amount of the issued capital and the legal and/or statutory reserves, the remaining reserves and unappropriated results are, in accordance with article 26 of the Company's articles of association, at the disposal of the General Meeting of the Shareholder.

Management proposes that the result for the year will be added to the accumulated results. This proposal has not yet been reflected in the balance sheet.

THERMAX DENMARK APS

Board of Directors	Registered Office	Auditors	Bankers
Mahesh Channakeshaviah Bukinkere Swapnil Vitthal Dhumane	Industrivej Nord 13 DK-7400 Herning	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Platanvej 4 7400 Herning	Citi Bank

Management Statement

The Board of Directors and Executive Board have today discussed and approved the annual report of Thermax Denmark ApS for the financial year 1 April 2025 - 31 March 2026.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and parent financial statements give a true and fair view of the company and the group financial position at 31 March 2026 and of the results of the group and the company operations and consolidated cash flows for the financial year 1 April 2025 - 31 March 2026.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.
Herning, 26 June 2026

Executive Board:

Swapnil Vitthal Dhumane
CEO

Board of Directors:

Mahesh Channakeshaviah Bukinkere
Chairman

Independent Auditor's Report

To the shareholder of Thermax Denmark ApS

Opinion

In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the financial position of the Group and the Parent Company at 31 March 2026, and of the results of the Group's and the Parent Company's operations as well as the consolidated cash flows for the financial year 1 April 2025 - 31 March 2026 in accordance with the Danish Financial Statements Act.

We have audited the Consolidated Financial Statements and the Parent Company Financial Statements of Thermax Denmark ApS for the financial year 1 April 2025 - 31 March 2026, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for both the Group and the Parent Company, as well as consolidated statement of cash flows ("the Financial Statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Consolidated Financial Statements and the Parent Company Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Management's Responsibilities for the Financial Statements

Management is responsible for the preparation of consolidated financial statements and parent company financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, Management is responsible for assessing the Group's and the Parent 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 in preparing the Financial Statements unless Management either intends to liquidate the Group or the Parent Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery,

intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Parent Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Parent 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 Group and the Parent Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the Consolidated Financial Statements and the Parent Company Financial Statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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.

Herning, 26 June 2026

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Poul Spencer Poulsen
State-Authorised Public Accountant
mne23324

Hans Jørgen Andersen
State-Authorised Public Accountant
mne30211

Company details

The Company	Thermax Denmark ApS
	Industrivej Nord 13, 7400 Herning
CVR no.	33 25 57 48
Financial year	1 April 2025 - 31 March 2026
Incorporated	29 October 2010
Municipality of reg. office.	Herning
Board of Directors	Mahesh Channakeshaviah Bukinkere, Chairman
Executive Board	Swapnil Vitthal Dhumane, CEO
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Platanvej 4 7400 Herning

Financial Highlights

Seen over a 5-year period, the development of the Group may be described by means of the following financial highlights:

DKKm	2025/ 26	2024/ 25	2023/ 24	2022/ 23	2021/ 22
	MDKK	MDKK	MDKK	MDKK	MDKK
Key figures					
Gross profit/loss	82	95	65	33	38
Net financials	-1	-1	-2	-2	-2
Profit/loss for the year	19	37	23	2	5
Balance sheet total	224	189	193	164	143
Investment in property, plant and equipment	2	5	1	2	1
Equity	113	95	57	31	28
Cash flows from:					
- operating activities	6	29	18	17	-3
- investing activities	-2	-3	-1	-2	-1
- financing activities	11	-19	-3	-9	2
The year's changes in cash and cash equivalents	14	7	14	6	-2
Number of employees	227	245	236	219	212
Solvency ratio	50.7%	50.3%	29.5%	18.9%	19.6%
Return on equity	18.3%	48.7%	52.3%	6.8%	21.3%

The financial ratios are calculated in accordance with the Danish Finance Society's recommendations and guidelines. For definitions, see the summary of significant accounting policies.

THERMAX DENMARK APS

Management's Review

Business review

Thermax Denmark ApS is a wholly owned subsidiary of Thermax Netherlands B.V., which in turn is wholly owned by Thermax Ltd., an Indian publicly listed company. The ultimate holding company of Thermax Ltd. is RDA Holdings Private Limited, Pune, India.

The main activity of the company is owning shares in the fully-owned subsidiaries Danstoker A/S, Boilerworks A/S, Ejendomsanpartssselskabet Industrivej Nord 13 (estate company) and Thermax Chemical Europe A/S. All operational activities take place within these respective subsidiaries.

Danstoker A/S is the parent company of Danstoker Poland Sp. Z o.o.

The Danstoker Group designs, manufactures, markets and services boilers and associated equipment for the energy market. The Group's product range is continuously adapted and comprises the following four main categories:

1 - Solid fuel boilers, primarily based on biofuels;

2 - Electrical boilers;

3 - Waste heat recovery boilers;

4 - Oil- and gas-fired boilers.

The activity of "Ejendomsanpartsselskabet Industrivej Nord 13" is to own and lease estate. The service activities in Boilerworks were sold at 1st November 2020. Only few projects need to be finally closed.Thermax Chemical Europe sells Ion Exchange Resins to the European market. The resins are produced by parent company in India.

Development in the year

Danstoker A/S - Overall market activity for biomass-fired boilers has normalised compared with the previous two to three financial years, during which activity levels were exceptionally high, followed by a period of recession. This normalisation was primarily driven by Europe's transition away from dependency on Russian natural gas and an increased political focus on replacing fossil fuels with more environmentally friendly energy solutions. The result of the year for Danstoker Group is considered satisfactory.

Boilerworks A/S – There was no activity during the year besides closing of activities.

Ejendomsanpartsselskabet Industrivej Nord 13 – The result for the year is considered satisfactory with a profit for the year ended in line with expectations for the year as expressed in the annual report for 2024/25.

Thermax Chemical Europe A/S – The year has been impacted by transfer of activities from parent company in India to Thermax Chemical Europe A/S. The result for the year is below expectations.

Profit before tax amounted to DKK 23,203 thousand, while profit after tax amounted to DKK 18,694 thousand.

Targets and expectations for the year ahead

The overall volume of orders of the Danstoker Group at the end of the financial year is on an acceptable level.

It is the aim of the Danstoker Group to create 2 profitable, strong sales and production companies in Danstoker A/S and Danstoker Poland Sp. z o.o., all as an attractive workplace with competent employees, based on competitive products sold to professional co-operation partners and customers in selected markets where such products are supplied in the quality and at the time and price agreed.

It is also the Group's aim to achieve optimal utilization of the production facilities.

It is not yet known to what extent the potential end of the war in Ukraine will impact the company. For now, we see very good possibilities in the biomass segment when rebuilding of Ukraine will start. However, Danstoker Group will continue to monitor the situation to ensure the Company remains flexible in its ability to respond to changing circumstances.

Besides the above mentioned the Management of the Group is of the opinion that it is not faced with special long-term risks, neither in terms of its markets, nor otherwise.

The growing, necessary, political focus on CO2 on a global scale will in the long term contribute to making our CO2-neutral products within biofuels and electrical boilers even more relevant and will contribute to securing the Danstoker Group's continued positive development.

With all the initiatives taken the profit before tax for the financial year 2026/27 is expected to be around 20 mDKK.

External environment

Danstoker A/S places strong emphasis on environmental responsibility and continuously seeks to reduce the environmental impact of its operations. The Company has no outstanding matters with environmental authorities in relation to environmental permits or other environmental regulations. Danstoker A/S is certified according to ISO 14001.

For the coming years, Danstoker A/S has decided to focus on four of the United Nations Sustainable Development Goals:

7 – Affordable and clean energy

9 – Industry, innovation and infrastructure

12 – Responsible consumption and production

13 – Climate action

In the coming period, particular focus will be placed on reducing energy consumption in manufacturing, optimising product design to reduce material usage, and improving waste management to increase recycling.

With regard to its Code of Conduct, Danstoker has chosen to align its practices with the ten principles of the United Nations Global Compact for responsible business conduct.

Subsequent events

Management is of the opinion that from the balance sheet date until today, no events have occurred which could alter the assessment of the annual report substantially.

Balance Sheet 1 April 2025 - 31 March 2026

	Notes	2025/26		2024/25		2025/26		2024/25	
		Group		Group		Parent Company		Parent Company	
		DKK'000	Rs. Lacs	DKK'000	Rs. Lacs	DKK'000	Rs. Lacs	DKK'000	Rs. Lacs
ASSETS									
Completed development projects		-	-	-	-	-	-	-	-
Acquired other similar rights		-	-	-	-	-	-	-	-
Goodwill		-	-	-	-	-	-	-	-
Intangible assets	6	-	-	-	-	-	-	-	-
Land and buildings		**34,279.00**	**5,032.09**	36,063	4,469.12	-	-	-	-
Plant and machinery		**6,365.00**	**934.37**	6,728	833.77	-	-	-	-
Other fixtures and fittings, tools and equipment		**1,441.00**	**211.54**	537	66.55	-	-	-	-
Property, plant and equipment	7	**42,085.00**	**6,177.99**	43,328	5,369.43	-	-	-	-
Investments in subsidiaries	8	-	-	-	-	**161,145.00**	**23,655.76**	141,331	17,514.48
Deposits	9	**10.00**	**1.47**	10.00	1.24	-	-	-	-
Fixed Asset Investments		**10.00**	**1.47**	10.00	1.24	**161,145.00**	**23,655.76**	141,331	17,514.48
Fixed assets		**42,095.00**	**6,179.46**	43,338.00	5,370.67	**161,145.00**	**23,655.76**	141,331	17,514.48
Raw materials and consumables		**17,066.00**	**2,505.25**	20,074.00	2,487.68	-	-	-	-
Work in progress		**3,621.00**	**531.56**	3,592.00	445.14	-	-	-	-
Finished goods and goods for resale		**11,688.00**	**1,715.78**	9,936.00	1,231.32	-	-	-	-
Inventories		**32,375.00**	**4,752.59**	33,602.00	4,164.14	-	-	-	-
Trade receivables		**42,578.00**	**6,250.37**	38,395.00	1,741.52	-	-	-	-
Contract in progress	10	**56,517.00**	**8,296.58**	38,978.00	8,537.58	-	-	-	-
Receivables from group enterprises		**634.00**	**93.07**	634.00	78.57	**50.00**	**7.34**	466	57.75
Other receivables		**894.00**	**131.24**	2,842.00	352.20	-	-	-	-
Deferred Tax assets	12	**969.00**	**142.25**	770.00	95.42	-	-	-	-
Corporation tax receivable		**3,845.00**	**564.44**	-	-	**3,845.00**	**564.44**	4,003	496.07
Joint taxation contributions receivable		-	-	-	-	**5,282.00**	**775.39**	-	-
Prepayments	11	**721.00**	**105.84**	1,119.00	138.67	-	-	-	-
Receivables		**106,158.00**	**15,583.78**	82,738.00	10,943.96	**9,177.00**	**1,347.17**	4,469	553.82
Cash at bank and in hand		**43,393.00**	**6,370.01**	28,997.00	3,593.46	-	-	-	-
Current assets		**181,926.00**	**26,706.37**	145,337.00	18,701.56	**9,177.00**	**1,347.17**	4,469	553.82
Assets		**224,021.00**	**32,885.83**	188,675.00	24,072.23	**170,322.00**	**25,002.93**	145,800	18,068.30

THERMAX DENMARK APS

	NOTE	2025/26 Group DKK'000	2025/26 Group Rs. Lacs	2024/25 Group DKK'000	2024/25 Group Rs. Lacs	2025/26 Parent Company DKK'000	2025/26 Parent Company Rs. Lacs	2024/25 Parent Company DKK'000	2024/25 Parent Company Rs. Lacs
LIABILITIES AND EQUITY									
Share capital		**130,000.00**	**19,083.74**	130,000.00	16,110.28	**130,000.00**	**19,083.74**	130,000	16,110.28
Reserve for hedging transactions		**-**	**-**	-	-	**-**	**-**	-	-
Reserve for exchange rate conversion		**2,360.00**	**346.44**	2,866.00	355.17	**2,360.00**	**346.44**	-	-
Retained earnings		**(19,123.00)**	**(2,807.22)**	(37,817.00)	(4,686.48)	**(19,123.00)**	**(2,807.22)**	(34,951)	(4,331.31)
Equity		**113,237.00**	**16,622.97**	95,049.00	11,778.97	**113,237.00**	**16,622.97**	95,049	11,778.97
Provision for deferred tax	12	**6,704.00**	**984.13**	6,746.00	836.00	**-**	**-**	-	-
Other provisions	13	**6,331.00**	**929.38**	7,371.00	913.45	**-**	**-**	-	-
Provisions		**13,035.00**	**1,913.51**	14,117.00	1,749.45	**-**	**-**	-	-
Mortgage loans		**8,756.00**	**1,285.36**	9,194.00	1,139.37	**-**	**-**	-	-
Lease Obligations		**2,191.00**	**321.63**	1,985.00	245.99	**-**	**-**	-	-
Total non-current liabilities	14	**10,947.00**	**1,607.00**	11,179.00	1,385.36	**-**	**-**	-	-
Mortgage loans	14	**366.00**	**53.73**	335.00	41.51	**-**	**-**	-	-
Credit institutions		**-**	**-**	-	-	**-**	**-**	-	-
Lease Obligations	14	**441.00**	**64.74**	774.00	95.92	**-**	**-**	-	-
Trade payables		**17,057.00**	**2,503.93**	15,582.00	1,931.00	**-**	**-**	-	-
Contract work in progress	10	**34,993.00**	**5,136.90**	15,824.00	2,651.63	**-**	**-**	-	-
Payable to group enterprises		**11,994.00**	**1,760.70**	7,114.00	881.60	**56,967.00**	**8,362.64**	50,710	6,284.25
Crorporation Tax		**-**	**-**	5,466.00	677.38	**92.00**	**13.51**	-	-
Other payables		**21,951.00**	**3,222.36**	23,235.00	2,879.40	**26.00**	**3.82**	41	5.08
Short term debt		**86,802.00**	**12,742.36**	68,330.00	9,158.45	**57,085.00**	**8,379.96**	50,751	6,289.33
Debt		**97,749.00**	**14,349.36**	79,509.00	10,543.81	**57,085.00**	**8,379.96**	50,751	6,289.33
Liabilities & Equity		**224,021.00**	**32,885.83**	188,675.00	24,072.23	**170,322.00**	**25,002.93**	145,800	18,068.30

Staff	1
Rent and lease liabilities	17
Contingent liabilities	18
Mortgages and collateral	19
Related parties and ownership structure	20

Exchange rate: as at 31 March 2026 is 1 DKK = Rs. 14.6798

Exchange rate: as at 31 March 2025 is 1 DKK = Rs 12.3925

Income Statement 1 April 2025 - 31 March 2026

	Notes	2025/26 Group DKK'000	2025/26 Group Rs. Lacs	2024/25 Group DKK'000	2024/25 Group Rs. Lacs	2025/26 Parent Company DKK'000	2025/26 Parent Company Rs. Lacs	2024/25 Parent Company DKK'000	2024/25 Parent Company Rs. Lacs
Gross profit		**82,416.00**	**12,098.50**	90,424.00	11,205.82	**-**	**-**	-	-
Distribution costs		**(30,089.00)**	**(4,417.01)**	(14,404.00)	(1,785.02)	**-**	**-**	-	-
Administrative expenses		**(28,113.00)**	**(4,126.93)**	(27,336.00)	(3,387.62)	**(166.00)**	**(24.37)**	(99)	(12.27)
Profit/loss before net financial income and expense		**24,214.00**	**3,554.57**	48,684.00	6,033.18	**(166.00)**	**(24.37)**	(99.00)	(12.27)
Income from investments in subsidiaries		**-**	**-**	-	-	**19,997.00**	**2,935.52**	38,882	4,818.46
Financial income	2	**1,147.00**	**168.38**	659.00	81.67	**186.00**	**27.30**	250	30.98
Financial expenses	3	**(2,158.00)**	**(316.79)**	(1,697.00)	(210.30)	**(1,745.00)**	**(256.16)**	(2,052)	(254.29)
Profit/loss before tax		**23,203.00**	**3,406.15**	47,646.00	5,904.54	**18,272.00**	**2,682.29**	36,981	4,582.88
Tax on profit/loss for the year	4	**(4,509.00)**	**(661.91)**	(10,243.00)	(1,269.37)	**422.00**	**61.95**	422	52.30
Profit/loss for the year		**18,694.00**	**2,744.24**	37,403.00	4,635.18	**18,694.00**	**2,744.24**	37,403	4,635.18

Cash flow statement 1 April 2025 - 31 March 2026

	Note	2025/26		2024/25	
		DKK'000	Rs Lacs	DKK'000	Rs Lacs
Result of the year		**18,694.00**	**2,744.24**	37,403	4,635.18
Adjustments	15	**8,669.00**	**1,272.59**	15,063	1,866.69
Change in working capital	16	**8,805.00**	**1,292.56**	(19,540)	(2,421.50)
Cash flows from operations before financial items		**36,168.00**	**5,309.39**	32,926	4,080
Financial income		**1,147.00**	**168.38**	659	81.67
Financial expenses		**(2,156.00)**	**(316.50)**	(1,693)	(209.81)
Cash flows from ordinary activities		**35,159.00**	**5,161**	31,892	3,952.22
Corporation tax paid		**(17,961.00)**	**(2,636.64)**	(2,781)	(344.64)
Cash flows from operating activities		**17,198.00**	**2,524.63**	29,111	3,607.59
Purchase of intangible asset		**-**	**-**	-	-
Purchase of property, plant and equipment		**(2,248.00)**	**(330.00)**	(2,666)	(330.38)
Fixesd assets or investments made		**-**	**-**	(10)	(1.24)
Sale of property, plant and equipment				-	-
Cash flows from investing activities		**(2,248.00)**	**(330.00)**	(2,676)	(331.62)
Repayment of mortgage loans		**(427.00)**	**(62.68)**	(588)	(72.87)
Repayments of loans from credit institutions		**-**	**-**	(10,500)	(1,301.22)
Reduction of lease obligations		**(127.00)**	**(18.64)**	(664)	(82.29)
Repayment of payables to group enterprises		**-**	**-**	(23,849)	(2,955.49)
Raising of mortgage loans		**-**	**-**	-	-
Raising of loans from credit instituions		**-**	**-**	-	-
Raising of payabales to group enterprises			**-**	16,184	2,006
Other equity entries				-	-
Cash flows from financing activities		**(554.00)**	**(81.33)**	(19,417)	(2,406.26)
Change in cash and cash equivalents		**14,396.00**	**2,113.30**	7,018	870
Cash and cash equivalents at 1 April		**28,997.00**	**4,256.70**	21,979	2,723.75
Cash and cash equivalents at 31 March		**43,393.00**	**6,370.01**	28,997	3,593.46
Cash and cash equivalents are specified as follows:					
Cash at bank and in hand		**43,393.00**	**6,370.01**	28,997	3,593.46
Cash and cash equivalents at 31 March		**43,393.00**	**6,370.01**	28,997	3,467.78

Exchange rate: as at 31 March 2026 is 1 DKK = Rs. 14.6798
Exchange rate: as at 31 March 2025 is 1 DKK = Rs 12.3925

Statement of Changes in Equity for the period 1st April 2025 to 31st March 2026

Group

	Share capital		Reserve for hedging transactions		Reserve for exchange rate conversion		Retained earnings		Total	
	DKK'000	Rs Lacs	DKK'000	Rs Lacs	DKK'000	Rs Lacs	DKK'000	Rs Lacs	DKK'000	Rs Lacs
Equity at 1 April, 2025	130,000	16,110.28	-	-	2,866	355.17	(37,817)	(4,686.48)	95,049	11,778.97
Exchange adjustments	-	-	-	-	(506)	(74.28)	-	-	(506)	(74.28)
Fair value adjustment of hedging instruments, beginning of year	-	-	-	-	-	-	-	-	-	-
Tax on adjustment of hedging instruments for the year	-	-	-	-	-	-	-	-	-	-
Other equity movements	-	-	-	-	-	-	-	-	-	-
Net profit/loss for the year	-	-	-	-	-	-	18,694	2,744.24	18,694	2,744.24
Equity at 31 March, 2026	**130,000**	**19,083.74**	**-**	**-**	**2,360**	**346.44**	**(19,123)**	**(2,807.22)**	**113,237**	**16,622.97**

Parent Company

	Share capital		Retained earnings		Total	
	DKK'000	Rs Lacs	DKK'000	Rs Lacs	DKK'000	Rs Lacs
Equity at 1st April, 2025	130,000	16,110.28	(34,951)	(4,331.31)	95,049	11,778.97
Exchange adjustments relating to foreign entities	-	-	-506	(74.28)	(506)	(74.28)
Other equity movements	-	-	0	-	-	-
Net profit/loss for the year	-	-	18,694	2,744.24	18,694	2,744.24
Equity at 31 March 2026	**130,000**	**19,083.74**	**(16,763)**	**(2,460.77)**	**113,237**	**16,622.97**

THERMAX DENMARK APS

Notes to the Financial Statements

1 Staff

	Group		Parent company	
	2025/26	2024/25	**2025/26**	2024/25
	TDKK	TDKK	**TDKK**	TDKK
Wages and Salaries	**82,642**	99,703	**0**	0
Pensions	**6,277**	6,107	**0**	0
Other social security expenses	**4,939**	5,358	**0**	0
	93,858	111,168	**0**	0
Wages and Salaries, pensions and other social security expenses are recognised in the following items:				
Production expenses	**71,388**	91,923	**0**	0
Distribution expenses	**9,865**	9,737	**0**	0
Administrative expenses	**12,605**	9,508	**0**	0
	93,858	111,168	**0**	0
Number of fulltime employees on average	**227**	245	**0**	0

2 Financial income

	Group		Parent company	
	2025/26	2024/25	**2025/26**	2024/25
	TDKK	TDKK	**TDKK**	TDKK
Interest from group enterprises	**0**	0	**186**	250
Other financial income	**1,147**	659	**0**	0
	1,147	659	**186**	250

3 Financial expenses

	Group		Parent company	
	2025/26	2024/25	**2025/26**	2024/25
	TDKK	TDKK	**TDKK**	TDKK
Interest to group enterprises	**0**	0	**1,745**	2,052
Other financial costs	**2,158**	1,697	**0**	0
	2,158	1,697	**1,745**	2,052

4 Tax on profit/loss for the year

	Group		Parent company	
	2025/26	2024/25	**2025/26**	2024/25
	TDKK	TDKK	**TDKK**	TDKK
Current tax for the year	**4,768**	8,402	**-422**	-1,017
Deferred tax for the year	**-289**	1,841	**0**	595
Adjustment of deferred tax concerning previous years	**30**	0	**0**	0
	4,509	10,243	**-422**	-422

5 Distribution of prof

	Group		Parent company	
	2025/26	2024/25	**2025/26**	2024/25
	TDKK	TDKK	**TDKK**	TDKK
Retained earnings	**18,694**	37,403	**18,694**	37,403
	18,694	37,403	**18,694**	37,403

6 Intangible assets

Group

	Completed development projects	Acquired other similar rights	Goodwill
	TDKK	**TDKK**	**TDKK**
Cost at 1 April 2025	1,556	4,103	139,453
Disposals for the year	0	-3,784	0
Cost at 31 March 2026	1,556	319	139,453
Impairment losses and amortisation at 1 April 2025	1,556	4,103	139,453
Reversal of depreciation of sold assets	0	-3,784	0
Impairment losses and amortisation at 31 March 2026	1,556	319	139,453
Carrying amount at 31 March 2026	**0**	**0**	**0**

7 Tangible assets

Group

	Land and buildings	Plant and machinery	Other fixtures and fittings, tools and equipment
	TDKK	**TDKK**	**TDKK**
Cost at 1 April 2025	52,995	25,166	2,579
Exchange adjustment	-458	-253	0
Additions for the year	0	647	1,601
Disposals for the year	0	-276	-80
Cost at 31 March 2026	52,537	25,284	4,100
Impairment losses and depreciation at 1 April 2025	16,932	18,438	2,042
Exchange adjustment	-96	-148	0
Depreciation for the year	1,422	1,536	697
Reversal of impairment and depreciation of sold assets	0	-907	-80
Impairment losses and depreciation at 31 March 2026	18,258	18,919	2,659
Carrying amount at 31 March 2026	**34,279**	**6,365**	**1,441**

8 Investments in subsidiaries

	Parent Company	
	2025/26	**2024/25**
	TDKK	**TDKK**
Cost at 1 April 2025	300,896	298,896
Additions for the year	0	2,000
Cost at 31 March 2026	300,896	300,896
Revaluations at 1 April 2025	-159,565	-204,826
Exchange adjustment	-506	479
Net profit/loss for the year	19,997	38,882
Other equity movements, net	-2	596
Equity investments with negative net asset value amortised over receivables	325	5,304
Revaluations at 31 March 2026	-139,751	-159,565
Carrying amount at 31 March 2026	**161,145**	**141,331**

Group

Investments in subsidiaries are specified as follows

Name	Place of registered office	Ownership
Danstoker A/S	Herning, Denmark	100%
Danstoker Poland Sp. Z.o.o.	Poland, Ostrowiec	100%
Ejendomsanpartsselskabet Industrivej Nord 13	Herning, Denmark	100%
Boilerworks A/S*	Herning, Denmark	100%
Thermax Chemical Europe A/S	Herning, Denmark	100%

*Boilerworks A/S has no activities

9 Fixed asset investments

Group TDKK	**Deposits**
Cost at 1 April 2025	**10**
Cost at 31 March 2026	**10**
Carrying amount at 31 March 2026	**10**

10 Contract work in progress

	Group		**Parent company**	
	2025/26	2024/25	**2025/26**	2024/25
	TDKK	TDKK	**TDKK**	TDKK
Selling price of production for the period	**341,276**	278,018	**0**	0
Work in progress, payments received on account	**-319,752**	-254,864	**0**	0
	21,524	23,154	**0**	0
Recognised in the balance sheet as follows:				
Contract work in progress under assets	**56,517**	38,978	**0**	0
Prepayments received recognised in debt	**-34,993**	-15,824	**0**	0
	21,524	23,154	**0**	0

11 Prepayments

Prepayments include accrual of expenses relating to subsequent financial years, insurance policies and other prepaid costs.

12 Provision for deferred tax

	Group		**Parent company**	
	2025/26	2024/25	**2025/26**	2024/25
	TDKK	TDKK	**TDKK**	TDKK
Provision for deferred tax at 1 April 2025	**5,976**	4,135	**0**	-595
Deferred tax recognised in income statement	**-241**	1,841	**0**	595
Provision for deferred tax at 31 March 2026	**5,735**	5,976	**0**	0
	5,735	6,746	**0**	0
	5,976	4,135	**0**	-595

Deferred tax comprises timing differences on property, plant and equipment, contract work in progress and tax losses.

13 Other provisions

	Group		**Parent company**	
	2025/26	2024/25	**2025/26**	2024/25
	TDKK	TDKK	**TDKK**	TDKK
Balance at beginning of year at 1 April 2025	**7,371**	1,791	**0**	0
Movement in year	**-1,040**	5,580	**0**	0
Balance at 31 March 2026	**6,331**	7,371	**0**	0

Other provisions consists of customer warranties, DKK 6,331 thousand (2024/25: DKK 7,371 thousand).

Other provisions are expected to fall due within 1 year.

14 Long term debt

	Group		**Parent company**	
	2025/26	2024/25	**2025/26**	2024/25
	TDKK	TDKK	**TDKK**	TDKK
Mortgage loans				
After 5 years	**7,154**	7,798	**0**	0
Between 1 and 5 years	**1,602**	1,396	**0**	0
Non-current portion	**8,756**	9,194	**0**	0
Within 1 year	**366**	335	**0**	0
	9,122	9,529	**0**	0
Lease obligations				
After 5 years	**0**	593	**0**	0
Between 1 and 5 years	**2,191**	1,392	**0**	0
Non-current portion	**2,191**	1,985	**0**	0
Within 1 year	**441**	774	**0**	0
	2,632	2,759	**0**	0

15 Cash flow statement - adjustments

	Group	
	2025/26	2024/25
	TDKK	TDKK
Financial income	**-1,147**	-659
Financial costs	**2,158**	1,697
Depreciation, amortisation and impairment losses	**3,655**	3,282
Tax on profit/loss for the year	**4,509**	10,243
Exchange adjustment	**-506**	500
	8,669	15,063

16 Cash flow statement - change in working capital

	Group	
	2025/26	2024/25
	TDKK	TDKK
Change in inventories	**1,758**	14,826
Change in receivables	**11,942**	-7,616
Change in trade payables, etc.	**-5,935**	-32,274
Change in other provisions	**1,040**	5,524
	8,805	-19,540

17 Rent and lease liabilities

	Group		**Parent company**	
	2025/26	2024/25	**2025/26**	2024/25
	TDKK	TDKK	**TDKK**	TDKK
Operating lease liabilities. Total future lease payments:				
Within 1 year	**464**	798	0	0
Between 1 and 5 years	**538**	525	**0**	0
	1,002	1,323	**0**	0

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18 Contingent liabilities

Guarantee obligations

The Group has a recourse guarantee commitment for performance and advance guarantees, DKK 23,119 thousand.

Other contingent liabilities

The Group is currently involved in legal cases. Management believes that these cases will not have a material impact on the financial statements, beyond what has already been accounted for, based on consultations with legal counsel.

The Group has warranty obligations not yet expired relating to contract work performed as well as contractual obligations to complete contract work not yet performed. The Group makes provisions for these obligations where they are regarded as current at the balance sheet date. No general warranty provision is made.

The Parent Company has issued a letter of unlimited guarantee in favour of bank facilities in affiliated Danish companies. Bankfacilities only comprise positive bank balances at 31 March 2026.

As management company, the Parent Company is jointly taxed with other Danish group entities. The Parent Company is jointly and severally with other jointly taxed group entities for payment of income taxes and withholding taxes falling due for payment in the group of jointly taxed entities.

19 Mortgages and collateral

Land and buildings with a carrying amount of DKK 19,374 thousand at 31 March 2026 have been provided as collateral, nom. DKK 10,000 thousand, for bank loans of DKK 9,122 thousand.

20 Related parties and ownership structure

Controlling interest

Thermax Netherlands B.V. - owner

Transactions

The Company has chosen only to disclose transactions which have not been made on an arm's length basis in accordance with section 98(c)(6) of the Danish Financial Statements Act. There have been no transactions with the Supervisory Board, the Executive Board, senior officers, significant shareholders, group enterprises or other related parties, except for intercompany transactions and normal management remuneration, all of which are concluded on arm's length terms, why they are not disclosed in accordance with section 98 c of the Danish Financial Statements Act.

Consolidated financial statements

The Company is included in the Group Annual Report of the Parent Company Thermax Ltd., India The group report of Thermax Ltd., India can be obtained at the following address: www.thermaxglobal.com

21 Accounting policies

The annual report of Thermax Denmark ApS for 2025/26 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The accounting policies applied are consistent with those of last year. The annual report for 2025/26 is presented in TDKK

Comparative figures for the Group for trade receivables, contract work in progress (assets) and ontract work in progress (prepayments) have been reclassified by DKK 24,342 million, DKK 29,915 million and DKK 5,573 million respectively. Profit and equity are not affected by the reclassification.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the group's and the parent company's and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the group's and the parent company's and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Basis of consolidation

The Consolidated Financial Statements comprise the Parent Company, Thermax Denmark ApS, and subsidiaries in which the Parent Company directly or indirectly holds more than 50% of the votes or in which the Parent Company, through share ownership or otherwise, exercises control. Enterprises in which the Group holds between 20% and 50% of the votes and exercises significant influence but not control are classified as associates.

On consolidation, items of a uniform nature are combined. Elimination is made of intercompany income and expenses, shareholdings, dividends and accounts as well as of realised and unrealised profits and losses on transactions between the consolidated enterprises.

The Parent Company's investments in the consolidated subsidiaries are set off against the Parent Company's share of the net asset value of subsidiaries stated at the time of consolidation.

Recognition and measurement of business combinations

Business acquisitions carried through on or after 1 July 2018:

Acquisitions of subsidiaries are accounted for using the purchase method under which the identifiable assets and liabilities of the entity acquired are measured at fair value at the time of acquisition. Acquired contingent liabilities are recognised at fair value in the Consolidated Financial Statements to the extent that the value can be measured reliably.

The time of acquisition is the time when the Group obtains control of the entity acquired.

The cost of the entity acquired is the fair value of the consideration agreed, including consideration contingent on future events. Transaction costs directly attributable to the acquisition of subsidiaries are recognised in the income statement as incurred.

Positive differences between the cost of the entity acquired and identifiable assets and liabilities are recognised as goodwill in intangible assets in the balance sheet and are amortised in the income statement on a straight-line basis over their estimated useful lives. Where the differences are negative, they are recognised immediately in the income statement

Where the purchase price allocation is not final, positive and negative differences from acquired subsidiaries due to changes to the recognition and measurement of identifiable net assets may be adjusted for up to 12 months after the time of acquisition. These adjustments are also reflected in the value of goodwill or negative goodwill, including in amortisation already made.

Where cost includes contingent consideration, this is measured at fair value at the time of acquisition. Contingent consideration is subsequently measured at fair value. Any value adjustments are recognised in the income statement.

In respect of step acquisitions, any previously held investments in the entity acquired are remeasured at fair value at the time of acquisition. The

difference between the carrying amount of the investment previously held and the fair value is recognised in the income statement.

Business acquisitions carried through before 1 July 2018:

Subject to some exemptions, acquisitions carried through before 1 July 2018 are accounted for under the same accounting policies as those applying to business combinations carried through on or after 1 July 2018. The most material exemptions are:

- Identifiable assets and liabilities of the entity acquired are recognised only if they are probable.
- Identifiable contingent liabilities of the entity acquired are not recognised in the consolidated balance sheet.
- Where the purchase price allocation is not final, positive and negative differences due to changes to the recognition and measurement of the acquired net assets may be adjusted until the end of the financial year following the year of acquisition. These adjustments are also reflected in the value of goodwill or negative goodwill, including in amortisation already made.
- Transaction costs directly attributable to the acquisition of subsidiaries are included as part of cost.
- After the initial recognition, adjustment of contingent consideration is recognised directly with its counter entry in initial purchase price, thus correcting the value of goodwill or negative goodwill.
- In respect of step acquisitions, the carrying amount of the existing investments is recognised in cost.

Leases

Leases in terms of which the Group assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet at the lower of the fair value of the leased asset and the net present value of the lease payments computed by applying the interest rate implicit in the lease or an alternative borrowing rate as the discount rate. Assets acquired under finance leases are depreciated and written down for impairment under the same policy as determined for the other fixed assets of the Group.

The remaining lease obligation is capitalised and recognised in the balance sheet under debt, and the interest element on the lease payments is charged over the lease term to the income statement.

All other leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

The Company has chosen IAS 17 as interpretation for classification and recognition of leases.

Foreign currency translation

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the transaction date rates are recognised in financial income and expenses in the income statement; however, see the section on hedge accounting.

Income statements of foreign subsidiaries and associates that are separate legal entities are translated at transaction date rates or approximated average exchange rates. Balance sheet items are translated at the exchange rates at the balance sheet date. Exchange adjustments arising on the translation of the opening equity and exchange adjustments arising from the translation of the income statements at the exchange rates at the balance sheet date are recognised directly in equity.

Income statements of enterprises that are integrated entities are translated at transaction date rates or approximated average exchange rates; however, items derived from non-monetary balance sheet items are translated at the transaction date rates of the underlying assets or liabilities. Monetary balance sheet items are translated at the exchange rates at the balance sheet date, whereas non-monetary items are translated at transaction date rates. Exchange adjustments arising on the translation are recognised in financial income and expenses in the income statement.

Derivative financial instruments

Derivative financial instruments are initially recognised in the balance sheet at cost and are subsequently remeasured at their fair values. Positive and negative fair values of derivative financial instruments are classified as "Other receivables" and "Other payables", respectively.

Changes in the fair values of derivative financial instruments are recognised in the income statement unless the derivative financial instrument is designated and qualify as hedge accounting, see below.

Income statement

Gross profit

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, production expenses and other operating income.

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Group.

Contract work in progress (construction contracts) is recognised at the rate of completion, which means that revenue equals the selling price of the work completed for the year (percentage-of-completion method). This method is applied when total revenues and expenses in respect of the contract and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Group. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the contract.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Cost of productions

Production expenses comprise costs incurred to achieve revenue for the year. Cost comprises raw materials, consumables, direct labour costs and indirect production costs such as maintenance and depreciation, etc, as well as operation, administration and management of factories.

Distribution expenses

Distribution expenses comprise costs in the form of salaries to sales and distribution staff, advertising and marketing expenses as well as operation of motor vehicles, depreciation, etc.

Administrative expenses

Administrative expenses comprise expenses for Management, administrative staff, office expenses, depreciation, etc.

Income from investments in subsidiaries

The item "Income from investments in subsidiaries" in the income statement includes the proportionate share of the profit for the year.

Full elimination of intra-group gains/losses is made for equity investments in subsidiaries.

Financial income and expenses

Financial income and expenses comprise interest, financial expenses in

respect of finance leases, realised and unrealised exchange adjustments, price adjustment of securities, amortisation of mortgage loans as well as extra payments and repayment under the on-account taxation scheme.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and deferred tax for the year. The tax attributable to the profit for year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

The Company is jointly taxed with its Danish group entities. The tax effect of the joint taxation with the subsidiaries is allocated to enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses).

Balance sheet

Intangible fixed assets

Goodwill

Goodwill is amortised on a straight-line basis over the estimated useful life of 20 years, determined on the basis of Management's experience with the individual business areas.

Development projects and Other intangible fixed assets

Costs of development projects comprise salaries, amortisation and other expenses directly or indirectly attributable to the Company's development activities.

Development projects that are clearly defined and identifiable and in respect of which technical feasibility, sufficient resources and a potential future market or development opportunity in the enterprise can be demonstrated, and where it is the intention to manufacture, market or use the project, are recognised as intangible assets. This applies if sufficient certainty exists that the value in use of future earnings can cover cost of sales, distribution and administrative expenses involved as well as the development costs.

Development projects that do not meet the criteria for recognition in the balance sheet are recognised as expenses in the income statement as incurred.

Capitalised development costs are measured at cost less accumulated amortisation and impairment losses or at a lower recoverable amount. An amount corresponding to the recognised development costs is allocated to the equity item 'Reserve for development costs'. The reserve comprises only development costs recognised in financial years beginning on or after 1 January 2016. The reserve is reduced by amortisation of and impairment losses on the development projects on a continuing basis.

As of the date of completion, capitalised development costs are amortised on a straight-line basis over the period of the expected economic benefit from the development work. The amortisation period is 3 year.

Patents are measured at cost less accumulated amortisation and less any accumulated impairment losses or at a lower value in use.

Patents are amortised over the remaining patent period or a shorter useful life. The amortisation period is 3 years.

Tangible assets

Items of land and buildings, plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life. Land is not depreciated.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

	Useful life	Residual value
Land and buildings	20-50 years	0 %
Plant and machinery	3-10 years	0 %
Other fixtures and fittings, tools and equipment	3-5 years	0 %

Land is not depreciated

The useful life and residual value are re-assessed annually. A change is accounted for as an accounting estimate, and the impact on amortisation/depreciation is recognised going forward.

Gains and losses on the sale of items of property, plant and equipment are calculated as the difference between the selling price, less costs to sell, and the carrying amount at the time of sale.

Gains or losses on the sale of items of property, plant and equipment are recognised in the income statement under other operating income or other operating expenses, respectively.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment and investments are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Investments in subsidiaries

Investments in subsidiaries are recognised and measured under the equity method.

The item "Investments in subsidiaries" in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised intercompany profits or losses and with addition of the remaining value of any increases in value and goodwill calculated at the time of acquisition of the enterprises.

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to "Reserve for net revaluation under the equity method" under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the subsidiaries.

Subsidiaries with a negative net asset value are recognised at DKK 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

Other fixed asset investments

Other fixed asset investments consist of deposit.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment and investments are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Inventories

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the inventories in the process of normal operations with deduction of selling expenses and costs of completion. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

The cost of goods for resale, raw materials and consumables equals landed cost.

The cost of finished goods and work in progress comprises the cost of raw materials, consumables and direct labour.

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct labour and indirect production overheads.

Indirect production overheads include the indirect cost of material and labour as well as maintenance and depreciation of production machinery, buildings and equipment and expenses relating to plant administration and management. Borrowing costs are not recognised in the sales price.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

The Company has chosen IAS 39 as interpretation for impairment write-down of financial receivables.

Contract work in progress

Contract work in progress is measured at selling price of the work performed calculated on the basis of the stage of completion. The stage of completion is measured by the proportion that the contract expenses incurred to date bear to the estimated total contract expenses. Where it is probable that total contract expenses will exceed total revenues from a contract, the expected loss is recognised as an expense in the income statement.

Where the selling price cannot be measured reliably, the selling price is measured at the lower of expenses incurred and net realisable value.

Payments received on account are set off against the selling price. The individual contracts are classified as receivables when the net selling price is positive and as liabilities when the net selling price is negative.

Expenses relating to sales work and the winning of contracts are recognised in the income statement as incurred.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Cash

Cash and cash equivalents comprise cash and deposits at banks.

Equity

Reserve for net revaluation according to the equity method

The net revaluation reserve according to the equity method includes net revaluations of investments in subsidiaries and associates relative to cost. The reserve can be eliminated in case of losses, realization of investments or a change in accounting estimates. The reserve cannot be recognised at a negative amount.

Translation reserve

The translation reserve comprises the share of foreign exchange differences arising on translation of financial statements of entities that have a functional currency other than DKK, foreign exchange adjustments of assets and liabilities considered part of the Company's net investments in such entities and foreign exchange adjustments regarding hedging transactions that hedge the Company's net investments in such entities. The reserve is dissolved on the sale of foreign entities or if the conditions for effective hedging no longer exist. When equity investments in subsidiaries and associates in the parent company financial statements are subject to the limitation requirement in the net revaluation reserve according to the equity method, foreign exchange adjustments will be included in this equity reserve instead.

Hedging reserve

The hedging reserve comprises the cumulative net change in the fair value of hedging transactions that qualify for recognition as a cash flow hedge and where the hedged transaction has not yet been realised. The reserve is dissolved when the hedged transaction is realised, if the hedged cash flows are no longer expected to be realised or if the hedging relationship is no longer effective. The reserve does not represent a limitation under company law and may therefore be negative.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

Financial liabilities are recognised on the raising of the loan at the proceeds received net of transaction costs incurred. On subsequent recognition, the financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest method. Accordingly, the difference between the net proceeds and the nominal value is recognised in the income statement over the term of the loan.

Mortgage debt is thus measured at amortised cost, which for cash loans corresponds to the outstanding debt. For bond loans, amortised cost corresponds to an outstanding debt calculated as the underlying cash value of the loan at the time of borrowing, adjusted by amortisation of the value adjustment of the loan at the time of borrowing.

Other liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

The Company has chosen IAS 39 as interpretation for recognition and measurement of liabilities.

Fair Value

The fair value measurement is based on the principal market. If no principal market exists, the measurement is based on the most advantageous market, i.e. the market that maximises the price of the asset or liability less transaction and/ or transport costs. All assets and liabilities which are measured at fair value, or whose fair value is disclosed, are classified based on the fair value hierarchy, see below:

Level 1: Value in an active market for similar assets/ liabilities

Level 2: Value based on recognised valuation methods on the basis of observable market information

Level 3: Value based on recognised valuation methods and reasonable estimates (non-observable market information).

Cash flow statement

The cash flow statement shows the group's cash flows for the year, broken down under cash flows from operating, investing and financing activities, the year's changes in cash and cash equivalents and the group's cash and cash equivalents at the beginning and at the end of the year.

The cash flow effect of additions and disposals of entities is shown separately under cash flows from investing activities. The cash flow statement includes cash flows from acquired entities from the time of acquisition, and cash flows from sold entities are included until the date of sale.

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Cash flows from operating activities

Cash flows from operating activities are stated as the group's profit or loss for the year, adjusted for non-cash operating items, changes in working capital and paid income taxes. Dividend income from investments is recognised under 'Interest income and dividend received'.

Cash flows from investing activities

Cash flows from investing activities comprise payments related to the acquisition and sale of entities and activities as well as intangible assets, property, plant and equipment and investments.

Cash flows from financing activities

Cash flows from financing activities comprise changes in the size or composition of the group's share capital and related costs, as well as the raising of loans, repayment of interest-bearing debt and payment of dividends to shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term securities whose remaining life is less than three months and which are readily convertible into cash and which are subject only to insignificant risks of changes in value.

Financial Highlights

Definitions of financial ratios.

Solvency ratio	Equity at year end x 100 / Total assets
Return on equity	Net profit for the year x 100 / Average equity

DANSTOKER A/S

Management Board

Mahesh Channakeshaviah Bukinkere (Chairman)
Rajendran Arunachalam (Deputy Chairman)
Sandeep Suresh Mandke
Holger Michael Diechmann Jepsen
(Elected by Employees)
Kim Slumstrup (Elected by Employees)

Registered Office

Industrivej Nord 13,
7400 Herning

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Platanvej 4
7400 Herning

Executive Directors

Peter Overgaard (CEO)
Allan Nielsen (CFO)

Bankers

Citi Bank
Sydbank

Management's Statement

The Directors and Executive Board have today discussed and approved the annual report of Danstoker A/S for the financial year 1 April 2025 - 31 March 2026.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 March 2026 and of the results of the company's operations for the financial year 1 April 2025 - 31 March 2026.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Herning, 26 June 2026

Executive Board

Peter Overgaard
CEO

Allan Harritslev Nielsen
Chief Financial Officer

Board of Directors

Mahesh Channakeshaviah Bukinkere
Chairman

Rajendran Arunachalam
Deputy Chairman

Sandeep Suresh Mandke

Kim Slumstrup
Employee Representative

Holger Michael Diechmann Jepsen
Employee Representative

Independent Auditor's Report

To the shareholder of Danstoker A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Com-pany at 31 March 2026 and of the results of the Company's operations for the financial year 1 April 2025 - 31 March 2026 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Danstoker A/S for the financial year 1 April 2025 - 31 March 2026, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Management's responsibilities for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

DANSTOKER A/S

Auditor's responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements 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 contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Plan and perform the audit to obtain sufficient appropriate audit evidence regarding the consolidated financial information of the entities or business units as a basis for forming an opinion on the Financial Statements. We are responsible for the direction, supervision and review of the audit work performed. We remain solely responsible for our audit opinion.

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.

Herning, 26 June 2026

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Poul Spencer Poulsen
State Authorised Public Accountant
mne23324

Hans Jørgen Andersen
State Authorised Public
Accountant mne30211

Company information

Name:	Danstoker A/S Industrivej Nord 13 7400 Herning
Website:	www.danstoker.com
CVR no. :	16 14 72 49
Financial year :	1 April 2025 - 31 March 2026
Incorporated :	13 April 1992
Domicile:	Herning
Board of Directors :	Mahesh Channakeshaviah Bukinkere, chairman Rajendran Arunachalam, deputy chairman Sandeep Suresh Mandke Kim Slumstrup, employee representative Holger Michael Diechmann Jepsen, employee representative
Executive Board	Peter Overgaard, CEO Allan Harritslev Nielsen, CFO
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Platanvej 4 7400 Herning

Financial Highlights

Seen over a 5-year period, the development of the Group is described by the following financial highlights:

(Mio.DKK)	2025/ 26	2024/ 25	2023/ 24	2022/ 23	2021/ 22
Key figures					
Gross profit/loss	58	79	55	24	32
Profit/loss of primary operations	19	39	22	0	6
Net financials	4	7	6	2	0
Profit/loss for the year	18	37	23	2	5
Balance sheet total	200	190	182	144	131
Investment in property, plant and equipment	2	2	1	1	0
Equity	123	105	67	41	39
Number of employees	114	124	115	105	99
Solvency ratio	62%	55%	37%	28%	30%
Return on equity	16%	43%	43%	5%	14%

The financial ratios are calculated in accordance with the Danish Finance Society's recommendations and guidelines. For definitions, see the summary of significant accounting policies.

Management review

Business review

Danstoker A/S, which has its registered address in the municipality of Herning, is a wholly owned subsidiary of Thermax Denmark ApS.

The ultimate parent company of the company is RDA Holdings Private Limited, Pune, India, which holds the majority through the listed company Thermax Ltd., Pune, India.

Danstoker A/S is the parent company of Danstoker Poland Sp.z o.o..

The Danstoker Group designs, manufactures, sells and do service on boilers and associated equipment within the energy market. The Danstoker Group product range is continuously adapted to the 4 categories:

1. Solid fuel market, mainly based on biofuels
2. Electrical boiler market
3. Waste heat recovery boiler market
4. Oil/gas market

Financial review

Overall market activity for biomass-fired boilers has normalised compared with the previous two to three financial years, during which activity levels were exceptionally high, followed by a period of recession. This normalisation was primarily driven by Europe's transition away from dependency on Russian natural gas and an increased political focus on replacing fossil fuels with more environmentally friendly energy solutions.

The Danstoker Group has maintained its position as a market leader within medium-sized biofuel boilers in its primary markets.

Following the decline in gas prices, the Group has been able to regain part of the previously lost activity within oil- and gas-fired boilers. Danstoker has maintained its position in its core markets and, supported by the production setup in Poland, continues to strengthen its presence in Eastern Europe.

Production at the Group's facilities in Herning and Ostrowiec operated at almost full capacity during the financial year. In the fourth quarter, production capacity was reduced by approximately 10% in order to align capacity utilisation with the order backlog and the expected activity level going forward.

Order intake has improved by 10% compared with last year due to the normalisation of the biomass market. As a result, the order backlog has also returned to a more normalised level following two years of exceptionally high activity and one year of recession.

The waste heat recovery boiler market continued to mainly consist of deliveries of stainless-steel economisers.

The market for electrical boilers is expected to grow significantly over the coming years. Revenue from service activities remained at a level comparable to the previous year.

Revenue for the year was reduced by 20% compared with the prior year due to a lower backlog entering the year and the separation of sales of Thermax Ion Exchange Resins into Thermax Chemical Europe A/S, while profit for the year ended in line with expectations for the year as expressed in the annual report for 2024/25.

Profit before tax amounted to DKK 22, thousand, while profit after tax amounted to DKK 18,222 thousand.

At the end of the financial year, the Group employed a total of 227 employees, of whom 114 were employed in Denmark and 113 in Poland.

Targets and expectations for the year ahead

At the end of the financial year, the overall order volume of the Danstoker Group is considered satisfactory.

The Group's objective is to operate two profitable and robust sales and production companies—Danstoker A/S and Danstoker Poland Sp. z o.o.—each positioned as an attractive workplace with competent employees. This objective is based on competitive products supplied to professional cooperation partners and customers in selected markets, in accordance with agreed quality standards, delivery times and prices.

In addition, the Group aims to ensure optimal utilisation of its production facilities.

At present, it is uncertain to what extent a potential end to the war in Ukraine may affect the Group's activities. However, Management sees favourable long-term opportunities within the biomass segment in connection with the potential reconstruction of Ukraine. Furthermore, the ongoing war in Iran creates uncertainty, especially in the oil and gas market.

The Danstoker Group continuously monitors market developments to ensure sufficient flexibility to respond to changing conditions.

Apart from the matters described above, Management is of the opinion that the Group is not exposed to any material long-term risks, either in relation to its markets or otherwise.

The increasing global political focus on CO2 reduction is expected, in the long term, to enhance the attractiveness of the Group's CO2-neutral solutions within biofuels and electrical boilers and thereby support the Group's continued development.

Based on the initiatives implemented, profit before tax for the financial year 2026/27 is expected to be approximately DKK 20 million.

External environment

Danstoker A/S places strong emphasis on environmental responsibility and continuously seeks to reduce the environmental impact of its operations. The Company has no outstanding matters with environmental authorities in relation to environmental permits or other environmental regulations. Danstoker A/S is certified according to ISO 14001.

For the coming years, Danstoker A/S has decided to focus on four of the United Nations Sustainable Development Goals:

7 – Affordable and clean energy

9 – Industry, innovation and infrastructure

12 – Responsible consumption and production

13 – Climate action

In the coming period, particular focus will be placed on reducing energy consumption in manufacturing, optimising product design to reduce material usage, and improving waste management to increase recycling.

With regard to its Code of Conduct, Danstoker has chosen to align its practices with the ten principles of the United Nations Global Compact for responsible business conduct.

Subsequent events

The Management is of the opinion that from the balance sheet date until today, no events have occurred which could alter the assessment of the annual report substantially.

DANSTOKER A/S

BALANCE SHEET as at 31.03.2026

	Note No	31 Mar 2026		31 Mar 2025	
		DKK'000	Rs. Lacs	DKK'000	Rs. Lacs
ASSETS					
Completed Development Projects		-	-	-	-
Acquired other similar rights		-	-	-	-
Intangible assets	6	-	-	-	-
Plant and machinery		**1,760**	**258.36**	2,177	269.79
Other fixtures and fittings, tools and equipment		**1,439**	**211.24**	537	66.55
Property, plant and equipment	7	**3,199**	**469.61**	2,714	336.33
Investments					
Investments in subsidiaries	8	**22,129**	**3,248.49**	20,253	2,509.86
Receivables from group enterprises	9	**11,655**	**1,710.93**	16,436	2,036.84
Deposits	9	**10**	**1.47**	10.00	1.24
Fixed asset Investments		**33,794**	**4,960.89**	36,699	4,547.93
Total non-current assets		**36,993**	**5,430.50**	39,413	4,884.27
Raw materials and consumables		**11,047**	**1,621.68**	13,234	1,640.03
Work in progress		**3,621**	**531.56**	3,592	445.14
Finished goods and goods for resale		**351**	**51.53**	9,134	1,131.93
Inventories		**15,019**	**2,204.76**	25,960	3,217.10
Trade receivables		**30,131**	**4,423.17**	10,498	1,300.97
Contract work in progress	10	**34,875**	**5,119.58**	57,699	7,150.36
Receivables from group companies		**43,740**	**6,420.94**	34,995	4,336.76
Other receivables		**45**	**6.61**	1,335	165.44
Prepayments	11	**693**	**101.73**	1,119	138.67
Receivables		**109,484**	**16,072.03**	105,646	13,092.21
Cash at bank and in hand		**38,063**	**4,716.97**	24,828	3,076.82
Total Current assets		**162,566**	**22,993.76**	156,434	19,386
Assets		**199,559**	**28,424.26**	195,847	24,270
EQUITY AND LIABILITIES					
Share capital		**10,001**	**1,468.13**	10,001	1,239.38
Retained earnings		**112,963**	**16,582.74**	95,247	11,803.51
Equity		**122,964**	**18,050.87**	105,248	13,042.88
Provision for deferred tax	12	**4,109**	**603.19**	3,877	480.46
Other provisions	13	**6,331**	**929.38**	7,372	913.58
Provisions		**10,440**	**1,532.57**	11,249	1,394.04
Credit institutions		-	-	-	-
Lease obligations		-	-	-	-
Trade payables		**12,838**	**1,884.59**	12,830	1,589.96
Contract work in progress	10	**15,947**	**2,340.99**	16,106	1,995.94
Payables to group enterprises		**15,855**	**2,327.48**	16,930	2,098.05
Payables to group enterprises relating to corporation tax		**4,406**	**646.79**	11,691	1,448.81
Other payables		**17,109**	**2,511.57**	21,793	2,700.70
Short-term debt		**66,155**	**9,711.42**	79,350	9,833.47
Debt		**66,155**	**9,711.42**	79,350	9,833.47
Total equity and liabilities		**199,559**	**29,294.86**	195,847	24,270.39

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Income statement for the period 1 April 2025 - 31 March 2026

	Note No	2025-26		2024-25	
		DKK'000	**Rs. Lacs**	DKK'000	Rs. Lacs
Gross profit		**57,679**	**8,467.16**	78,871	9,774.11
Distribution expenses		**(13,919)**	**(2,043.28)**	(13,609)	(1,686.50)
Administrative expenses		**(24,667)**	**(3,621.07)**	(26,093)	(3,233.58)
Profit/loss before financial income and expenses		**19,093**	**2,802.81**	39,169	4,854.03
Income from investments in subsidiaries		**2,382**	**349.67**	5,245	649.99
Financial income	2	**3,224**	**473.28**	3,331	412.79
Financial expenses	3	**(1,839)**	**(269.96)**	(1,335)	(165.44)
Profit / Loss before tax		**22,860**	**3,355.80**	46,410	5,751.37
Tax on profit/loss for the year	4	**(4,638)**	**(680.85)**	(9,064)	(1,123.26)
Net Profit / Loss for the year		**18,222**	**2,674.95**	37,346	4,628.11
Distribution of profit	5				

Exchange rate: as at 31 March 2026 is 1 DKK = Rs. 14.6798

Exchange rate: as at 31 March 2025 is 1 DKK = Rs. 12.3925

Statement of Changes in Equity

	Share capital		Retained Earnings		Total	
	DKK'000	**Rs. Lacs**	**DKK'000**	**Rs. Lacs**	**DKK'000**	**Rs. Lacs**
Equity at 1 April 2025	10,001	1,239.38	95,247	11,803.51	105,248	13,042.89
Exchange adjustments	-	-	(506)	(74.28)	(506)	(74.28)
Net profit/loss for the year	-	-	18,222	2,674.95	18,222	2,674.95
Equity at 31 March 2026	**10,001**	**1,468**	**112,963**	**16,582.74**	**122,964**	**18,050.87**

The share capital consists of 1 share at a nominal amount of DKK 10,001,000.

The Company's share capital has remained DKK 10,001 thousand over the past 5 years.

DANSTOKER A/S

NOTES TO THE FINANCIAL STATEMENTS

1. Staff

	2025/26 TDKK	2024/25 TDKK
Wages and salaries	**62,665**	80,665
Pensions	**6,277**	6,107
Other social security expenses	**653**	666
	69,595	87,438
Wages and Salaries, pensions and other social security expenses are recognised in the following items:		
Production expenses	**52,114**	73,187
Distribution expenses	**8,889**	8,680
Administrative expenses	**8,592**	5,571
	69,595	87,438
Including remuneration to the Executive Board and Board of Directors:		
Executive Board	**4,451**	5,377
Board of Directors	**60**	60
	4,511	5,437
Number of fulltime employees on average	**114**	124

2. Financial Income

	2025/26 TDKK	2024/25 TDKK
Interest from group enterprises	**2,192**	2,677
Other financial income	**1,032**	654
	3,224	3,331

3. Financial costs

	2025/26 TDKK	2024/25 TDKK
Interest to group enterprises	**339**	356
Other financial costs	**1,500**	979
	1,839	1,335

4 Tax on profit/loss for the year

	2025/26 TDKK	2024/25 TDKK
Current tax for the year	**4,406**	11,566
Deferred tax for the year	**202**	-2,502
Adjustment of deferred tax concerning previous years	**30**	0
	4,638	9,064

5. Distribution of profit

	2025/26 TDKK	2024/25 TDKK
Retained earnings	**18,222**	37,346
	18,222	37,346

6. Intangible fixed assets

	Completed development projects	Acquired other similar rights
	TDKK	TDKK
Cost at 1 April 2025	**1,556**	**4,103**
Disposals for the year	**0**	**-3,784**
Cost at 31 March 2026	**1,556**	**319**
Revaluations at 31 March 2026	**0**	**0**
Impairment losses and amortisation at 1 April 2025	**1,556**	**4,103**
Reversal of depreciation of sold assets	**0**	**-3,784**
Impairment losses and amortisation at 31 March 2026	**1,556**	**319**
Carrying amount at 31 March 2026	**0**	**0**

7. Property, plant and equipment

	Plant and machinery	Other fixtures and fittings, tools and equipment
	TDKK	TDKK
Cost at 1 April 2025	**27,923**	**2,579**
Additions for the year	**147**	**1,569**
Disposals for the year	**0**	**-80**
Cost at 31 March 2026	**28,070**	**4,068**
Impairment losses and depreciation at 1 April 2025	**25,746**	**2,042**
Depreciation for the year	**564**	**667**
Reversal of impairment and depreciation of sold assets	**0**	**-80**
Impairment losses and depreciation at 31 March 2026	**26,310**	**2,629**
Carrying amount at 31 March 2026	**1,760**	**1,439**

8. Investments in subsidiaries

	2025/26 TDKK	2024/25 TDKK
Cost at 1 April 2025	**30,379**	30,379
Cost at 31 March 2026	**30,379**	30,379
Revaluations at 1 April 2025	**-10,126**	-15,850
Exchange adjustment	**-506**	479
Net profit/loss for the year	**2,382**	5,245
Revaluations at 31 March 2026	**-8,250**	-10,126
Carrying amount at 31 March 2026	**22,129**	20,253

Investments in subsidiaries are specified as follows:

Name	Registered office	Share Capital	Ownership Interest
Danstoker Poland Sp. Z.o.o.	Poland	PLN 5,000	100%

9 Fixed asset investments

	Receivables from group enterprises	Deposits
	TDKK	
Cost at 1 April 2025	**15,058**	**10**
Disposals for the year	**-3,403**	**0**
Cost at 31 March 2026	**11,655**	**10**
Impairment losses at 31 March 2026	**0**	**0**
Carrying amount at 31 March 2026	**11,655**	**10**

10. Contract work in progress

	2025/26 TDKK	2024/25 TDKK
Selling price of production for the period	**319,634**	280,185
Work in progress, payments received on account	**-300,706**	-238,592
	18,928	17,251
Recognised in the balance sheet as follows:		
Contract work in progress recognised in assets	**34,875**	57,699
Prepayments received recognised in debt	**-15,947**	-16,106
	18,928	17,251

11. Prepayments

Prepayments comprise prepaid insurance premium, prepaid rent and other prepaid costs.

12. Provision for deferred tax

	2025/26 TDKK	2024/25 TDKK
Provision for deferred tax at 1 April 2025	**3,877**	6,379
Deferred tax recognised in income statement	**232**	-2,502
Provision for deferred tax at 31 March 2026	**4,109**	3,877

13. Other provisions

	2025/26 TDKK	2024/25 TDKK
Balance at beginning of year at 1 April 2025	**7,372**	7,372
Employed in year	**-1,041**	0
Balance at 31 March 2026	**6,331**	7,372

Other provisions consists of customer warranties, DKK 6,331 thousand (2024/25; DKK 7,372 thousand).

14. Rent and lease liabilities

	2025/26 TDKK	2024/25 TDKK
Operating lease liabilities. Total future lease payments:		
Within 1 year	464	568
Between 1 and 5 years	**568**	437
	1,032	1,005

The Company has entered into lease contracts in building with affiliated company with a tenancy commitment amounting to DKK 25,726 thousand, of this DKK 2,858 thousand concerns 2026/27, and DKK 14,292 thousand falls due after 5 years.

15 Contingent liabilities

Guarantee obligations

The Company has undertaken guarantees whereby it has assumed primary liability for the affiliated companies' outstanding balances with mortgage credit institutions and banks, DKK 9,215 thousand

Performance bonds and advance payment guarantees issued by guarantee insurers amount to DKK 23,119 thousand.

Other contingent liabilities

The Company has issued a letter of unlimited guarantee in favour of bank facilities in affiliated Danish companies. Bank facilities only comprise positive bank balances at 31 March 2026.

The Company is currently involved in legal cases. Management believes that these cases will not have a material impact on the financial statements, beyond what has already been accounted for, based on consultations with legal counsel.

The Company has warranty obligations not yet expired relating to contract work performed as well as contractual obligations to complete contract work not yet performed. The Company makes provisions for these obligations where they are regarded as current at the balance sheet date. No general warranty provision is made.

The Company is jointly taxed with the Danish parent company and Danish subsidiaries. The companies included in the joint taxation have joint and several unlimited liability for Danish corporation taxes and withholding taxes on dividends, interest, and royalties.

16 Related parties and disclosure of consolidated financial statements

Controlling interest
Thermax Denmark ApS, owner

Transactions

The Company has chosen only to disclose transactions which have not been made on an arm's length basis in accordance with section 98(c)(6) of the Danish Financial Statements Act.

There have been no transactions with the Supervisory Board, the Executive Board, senior officers, significant shareholders, group enterprises or other related parties, except for intercompany transactions and normal management remuneration, all of which are concluded on arm's length terms, why they are not disclosed in accordance with section 98 c of the Danish Financial Statements Act.

Consolidated financial statements

The Company is included in the Group Annual Report of the Parent Company: Thermax Denmark ApS, Denmark and Thermax Ltd., India.

The group report of Thermax Denmark ApS can be obtained at the following address: www.cvr.dk

The group report of Thermax Ltd., India. can be obtained at the following address: www.thermaxglobal.com

17. Accounting policies

The annual report of Danstoker A/S for 2025/26 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The accounting policies applied are consistent with those of last year. The annual report for 2025/26 is presented in TDKK

Pursuant to sections §112, of the Danish Financial Statements Act and to the consolidated financial statements for 2024/25 of Thermax Denmark ApS, the Company has not prepared consolidated financial statements.

Comparative figures for trade receivables, contract work in progress (assets) and contract work in progress (prepayments) have been reclassified by DKK 24,342 million, DKK 29,915 million and DKK 5,573 million respectively. Profit and equity are not affected by the reclassification.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On

subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, production costs and other operating income.

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Contract work in progress (construction contracts) is recognised at the rate of completion, which means that revenue equals the selling price of the work completed for the year (percentage-of-completion method). This method is applied when total revenues and expenses in respect of the contract and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Company. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the contract.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Production expenses

Production expenses comprise costs incurred to achieve revenue for the year. Cost comprises raw materials, consumables, direct labour costs and indirect production costs such as maintenance and depreciation, etc, as well as operation, administration and management of factories.

Production expenses also include amortisation of goodwill to the extent that goodwill relates to production activities.

Production expenses also comprise research and development costs that do not qualify for capitalisation and amortisation of capitalised development costs.

Distribution expenses

Distribution expenses comprise costs in the form of salaries to sales and distribution staff, advertising and marketing expenses as well as operation of motor vehicles, depreciation, etc.

Administrative expenses

Administrative expenses comprise expenses for Management, administrative staff, office expenses, depreciation, etc.

Income from investments in subsidiaries

The item "Income from investments in subsidiaries" in the income statement includes the proportionate share of the profit for the year.

Full elimination of intra-group gains/losses is made for equity investments in subsidiaries.

Financial income and expenses

Financial income and expenses comprise interest, financial expenses in respect of finance leases, realised and unrealised exchange adjustments, price adjustment of securities, amortisation of mortgage loans as well as extra payments and repayment under the on-account taxation scheme.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and deferred tax for the year. The tax attributable to the profit for year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

The Company is jointly taxed with its Danish group entities. The tax effect of the joint taxation with the subsidiaries is allocated to enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses).

Balance sheet

Intangible assets

Development projects

Costs of development projects comprise salaries, amortisation and other expenses directly or indirectly attributable to the Company's development activities.

Development projects that are clearly defined and identifiable and in respect of which technical feasibility, sufficient resources and a potential future market or development opportunity in the enterprise can be demonstrated, and where it is the intention to manufacture, market or use the project, are recognised as intangible assets. This applies if sufficient certainty exists that the value in use of future earnings can cover cost of sales, distribution and administrative expenses involved as well as the development costs.

Development projects that do not meet the criteria for recognition in the balance sheet are recognised as expenses in the income statement as incurred.

Capitalised development costs are measured at cost less accumulated amortisation and impairment losses or at a lower recoverable amount. An amount corresponding to the recognised development costs is allocated to the equity item 'Reserve for development costs'. The reserve comprises only development costs recognised in financial years beginning on or after 1 January 2016. The reserve is reduced by amortisation of and impairment losses on the development projects on a continuing basis.

As of the date of completion, capitalised development costs are amortised on a straight-line basis over the period of the expected economic benefit from the development work. The amortisation period is 3 year.

Tangible assets

Items of plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

	Useful life	Residual value
Plant and machinery	3-10 years	0 %
Other fixtures and fittings, tools and equipment	35 years	0 %

The useful life and residual value are re-assessed annually. A change is accounted for as an accounting estimate, and the impact on amortisation/depreciation is recognised going forward.

Gains and losses on the sale of items of property, plant and equipment are calculated as the difference between the selling price, less costs to

sell, and the carrying amount at the time of sale.

Gains or losses on the sale of items of property, plant and equipment are recognised in the income statement under other operating income or other operating expenses, respectively.

Leases

Leases in terms of which the Company assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet at the lower of the fair value of the leased asset and the net present value of the lease payments computed by applying the interest rate implicit in the lease or an alternative borrowing rate as the discount rate. Assets acquired under finance leases are depreciated and written down for impairment under the same policy as determined for the other fixed assets of the Company.

The remaining lease obligation is capitalised and recognised in the balance sheet under debt, and the interest element on the lease payments is charged over the lease term to the income statement.

All other leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

The Company has chosen IAS 17 as interpretation for classification and recognition of leases.

Investments in subsidiaries

Investments in subsidiaries are recognised and measured under the equity method.

The item "Investments in subsidiaries" in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised intercompany profits or losses and with addition of the remaining value of any increases in value and goodwill calculated at the time of acquisition of the enterprises.

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to "Reserve for net revaluation under the equity method" under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the subsidiaries.

Subsidiaries with a negative net asset value are recognised at DKK 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

Other fixed asset investments

Other fixed asset investments consist of receivables from group entities and deposits.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment and investments are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

The recoverable amount is the higher of the net present value and the value in use less expected costs to sell. The net present value is determined as the present value of the anticipated net cash flows from the use of the asset or group of assets and the anticipated net cash flows from the disposal of the asset or group of assets after the end of their useful life.

Inventories

Inventories are measured at the lower of cost based on weighted average prices and net realisable value.

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the inventories in the process of normal operations with deduction of selling expenses and costs of completion. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

The cost of raw materials, consumables and goods for resale equals landed costs.

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct labour and indirect production overheads.

Indirect production overheads include the indirect cost of material and labour as well as maintenance and depreciation of production machinery, buildings and equipment and expenses relating to plant administration and management. Borrowing costs are not recognised in the sales price.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

The Company has chosen IAS 39 as interpretation for impairment write-down of financial receivables.

Contract work in progress

Contract work in progress is measured at selling price of the work performed calculated on the basis of the stage of completion. The stage of completion is measured by the proportion that the contract expenses incurred to date bear to the estimated total contract expenses. Where it is probable that total contract expenses will exceed total revenues from a contract, the expected loss is recognised as an expense in the income statement.

Where the selling price cannot be measured reliably, the selling price is measured at the lower of expenses incurred and net realisable value.

Payments received on account are set off against the selling price. The individual contracts are classified as receivables when the net selling price is positive and as liabilities when the net selling price is negative.

Expenses relating to sales work and the winning of contracts are recognised in the income statement as incurred.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Cash

Cash comprise cash and deposits in banks.

Equity

Reserve for exchange rate conversion

The translation reserve comprises the share of foreign exchange differences arising on translation of financial statements of entities that have a functional currency other than DKK, foreign exchange adjustments of assets and liabilities considered part of the Company's net investments in such entities and foreign exchange adjustments regarding hedging transactions that hedge the Company's net investments in such entities. The reserve is dissolved on the sale of foreign entities or if the conditions for effective hedging no longer exist. When equity investments in subsidiaries and associates in the parent company financial statements are subject to the limitation requirement in the net revaluation reserve according to the equity method, foreign exchange adjustments will be included in this equity reserve instead.

Reserve for net revaluation according to the equity method

The net revaluation reserve according to the equity method includes net revaluations of investments in subsidiaries and associates relative to cost. The reserve can be eliminated in case of losses, realization of investments or a change in accounting estimates. The reserve cannot be recognised at a negative amount.

Provisions

Provisions are recognised when - in consequence of an event occurred before or on the balance sheet date - the Company has a legal or constructive obligation and it is probable that economic benefits must be given up to settle the obligation.

Other provisions include warranty obligations in respect of repair work within the warranty period of 1-5 years. Provisions are measured and recognised based on experience with guarantee work.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

Financial liabilities are recognised on the raising of the loan at the proceeds received net of transaction costs incurred. On subsequent recognition, the financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest method. Accordingly, the difference between the net proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Foreign currency translation

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement. Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act and to the cash flow statement included in the consolidated financial statements of Thermax Denmark ApS, the Company has not prepared a cash flow statement.

Financial Highlights

Definitions of financial ratios.

Solvency ratio	Equity at year end x 100 / Total assets
Return on equity	Net profit for the year x 100 / Average equity

EJENDOMSANPARTSSELSKABET INDUSTRIVEJ NORD 13

Board of Directors	Registered Office	Auditors	Bankers
Mahesh Channakeshaviah Bukinkere (Chairman) Swapnil Dhumane	Industrivej Nord 13 DK - 7400 Herning	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Platanvej 4 7400, Herning	Spar Nord Sydbank

Management's Statement

The Board of Directors and Executive Board have today discussed and approved the annual report of Ejendomsanpartsselskabet Industrivej Nord 13 for the financial year 1 April 2025 - 31 March 2026.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 March 2026 and of the results of the company's operations for the financial year 1 April 2025 - 31 March 2026.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Herning, 26 June 2026

Executive Board

Swapnil Vitthal Dhumane
CEO

Board of Directors

Mahesh Channakeshaviah Bukinkere
Chairman

Independent Auditor's Report

To the shareholder of Ejendomsanpartsselskabet Industrivej Nord 13

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 March 2026 and of the results of the Company's operations for the financial year 1 April 2025 - 31 March 2026 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Ejendomsanpartsselskabet Industrivej Nord 13 for the financial year 1 April 2025 - 31 March 2026, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Management's responsibilities for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of Financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements 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 contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

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.

Herning, 26 June 2026

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Poul Spencer Poulsen
State-Authorised Public Accountant
mne23324

Hans Jørgen Andersen
State-Authorised Public Accountant
mne30211

Company information

Name	Ejendomsanpartsselskabet Industrivej Nord 13 Industrivej Nord 13 7400 Herning
Financial Period	1 April 2025 - 31 March 2026
CVR no.	13 96 64 43
Domicile:	Herning
Board of Directors	Mahesh Channakeshaviah Bukinkere, Chairman
Executive Board	Swapnil Vitthal Dhumane
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Platanvej 4 7400 Herning

Management's review

Business review

The Company's principal activity is to own and lease out the property Industrivej Nord 13, DK-7400 Herninq.

The Company is a fully-owned subsidiary of Thermax Denmark ApS. The ultimate parent company of the company is RDA Holdings Private Limited, Pune, India, which holds the majority through the listed company Thermax Ltd., Pune, India.

Financial review

The company's income statement for the year ended 31 March 2026 shows a profit of TDKK 1,897, and the balance sheet at 31 March 2026 shows equity of TDKK 36,035.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Income Statement For the period of 1 April 2025 - 31 March 2026

	Note	2025/26		2024/25	
		DKK'000	Rs Lacs	DKK'000	Rs Lacs
Gross profit		**2,800**	**411.04**	2,758	341.79
Administrative expenses		**(934)**	**(137.11)**	(951)	(117.85)
Profit/loss before financial income and expenses		**1,866**	**273.93**	1,807	223.93
Financial income	2	**950**	**139.46**	1,145	141.89
Financial expenses		**(378)**	**(55.49)**	(500)	(61.96)
Profit/loss before tax		**2,438**	**357.89**	2,452	303.86
Tax on profit for the year	3	**(541)**	**(79.42)**	(540)	(66.92)
Net profit/loss for the year		**1,897**	**278.48**	1,912	236.95

Distribution of Profit

	2025/26		2024/25	
	DKK'000	Rs Lacs	DKK'000	Rs Lacs
Proposed distribution of profit				
Retained earnings	**1,897**	**278.48**	1,912	236.95
	1,897	**278.48**	1,912	236.95

Statement of Changes in Equity for the period 1st April 2025 to 31st March 2026

	Share capital		Revaluation reserve		Retained earnings		Total	
	DKK'000	Rs Lacs	DKK'000	Rs Lacs	DKK'000	Rs Lacs	DKK'000	Rs Lacs
Equity at 1 April 2025	200	24.79	1,602	198.53	32,336	4,007.25	34,138	4,230.56
"Dissolution of previous years' revaluation"	-	-	(83)	(12.18)	83	12.18	-	-
Fair value adjustment of hedging instruments, end of year	-	-	-	-	-	-	-	-
Tax on adjustment of hedging instruments for the year	-	-	-	-	-	-	-	-
Dissolution of reserve	-	-	-	-	-	-	-	-
Net profit/loss for the year	-	-	-	-	1,897	278.48	1,897	278.48
Equity at 31 March 2026	**200**	**29.36**	**1,519**	**222.99**	**34,316**	**5,037.53**	**36,035**	**5,289.88**

Exchange rate : as at 31st Mar 26 is 1 DKK = Rs. 14.6798

Exchange rate : as at 31st Mar 25 is 1 DKK = Rs. 12.3925

EJENDOMSANPARTSSELSKABET INDUSTRIVEJ NORD 13

Financial Statement for the period 1 April 2025- 31 March 2026

Balance sheet

	Note	2025/26		2024/25	
		DKK'000	Rs Lacs	DKK'000	Rs Lacs
Assets					
Land and buildings		**19,374**	**2,844.07**	20,275	2,512.58
Property, plant and equipment	4	**19,374**	**2,844.07**	20,275	2,512.58
Investments in subsidiary		**-**	**-**	-	-
Fixed asset investments		**-**	**-**	-	-
Fixed Assets		**19,374**	**2,844.07**	20,275	2,512.58
Receivables from group enterprises		**29,311**	**4,302.81**	26,937	3,338.17
Other Receivables		**13**	**1.91**	-	-
Receivables		**29,324**	**4,304.72**	26,937	3,338.17
Cash at bank and in hand		**40**	**5.87**	2	0.25
Current assets		**29,364**	**4,310.59**	26,939	3,338.42
Assets		**48,738**	**7,154.66**	47,214	5,851.01
LIABILITIES AND EQUITY					
Share capital		**200**	**29.36**	200	24.79
Revaluation reserve		**1,519**	**222.99**	1,602	198.53
Reserve for hedging transactions		**-**	**-**	-	-
Retained earnings		**34,316**	**5,037.53**	32,336	4,007.25
Equity		**36,035**	**5,289.88**	34,138	4,230.56
Provision for deferred tax		**2,599**	**381.53**	2,869	355.54
Provisions		**2,599**	**381.53**	2,869	355.54
Mortgage loans		**8,756**	**1,285.37**	9,194	1,139.37
Long term debt	5	**8,756**	**1,285.37**	9,194	1,139.37
Mortgage loans	5	**366**	**53.73**	335	41.51
Credit institutions		**-**	**-**	-	-
Payables to group enterprises relating to corporation tax		**811**	**119.05**	489	60.60
Other payables		**171**	**25.10**	189	23.42
Short term debt		**1,348**	**197.88**	1,013	125.54
Debt		**10,104**	**1,483.25**	10,207	1,264.90
Liabilities and Equity		**48,738**	**7,154.66**	47,214	5,851.01
Staff	1				
Contingent assets, liabilities and other financial obligations	6				
Related parties	8				
Accounting Policies	9				

Financial statements 1 April 2025 - 31 March 2026

Notes to the financial statements

1 Staff

	2025/26	2024/25
Average number of employees	**0**	0

2. Financial income

	2025/26 TDKK	2024/25 TDKK
Interest from group enterprises	**950**	1,140
Other financial income	**0**	5
	950	1,145

3. Income tax expense

	2025/26 TDKK	2024/25 TDKK
Current tax for the year	**811**	489
Deferred tax for the year	**-270**	51
	541	540

4 Property, plant and equipment

	Land and buildings TDKK
Cost at 1 April 2025	41,408
Cost at 31 March 2026	41,408
Revaluations at 1 April 2025	4,080
Revaluations at 31 March 2026	4,080
Impairment losses and depreciation at 1 April 2025	25,213
Depreciation for the year	901
Impairment losses and depreciation at 31 March 2026	26,114
Carrying amount at 31 March 2026	**19,374**

5. Long-term debt

	2025/26 TDKK	2024/25 TDKK
Mortgage loans		
After 5 years	**7,154**	7,798
Between 1 and 5 years	**1,602**	1,396
Non-current portion	**8,756**	9,194
Within 1 year	**366**	335
	9,122	9,529

6 Contingent liabilities

Other contingent liabilities

The company is jointly taxed with the Danish parent company and Danish subsidiaries. The companies included in the joint taxation have joint and several unlimited liability for Danish corporation taxes and withholding taxes on dividends, interest and royalties.

7 Mortgages and collateral

Land and buildings with a carrying amount of DKK 19,374 thousand at 31 March 2026 have been provided as collateral, nom. DKK 10,000 thousand, for bank loans of DKK 9,122 thousand.

The Company has issued a letter of unlimited guarantee in favour of bank facilities in affiliated Danish companies. Bank facilities only comprise positive bank balances at 31 March 2026.

8 Related parties and ownership structure

Consolidated financial statements

The Company is included in the Group Annual Report of the Parent Company: Thermax Denmark ApS, Denmark.

The group report of Thermax Denmark ApS, Denmark. can be obtained at the following address: www.cvr.dk

9 Accounting policies

The annual report of Ejendomsanpartsselskabet Industrivej Nord 13 for 2025/26 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

The accounting policies applied are consistent with those of last year. The annual report for 2025/26 is presented in TDKK

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Derivative financial instruments

Derivative financial instruments are initially recognised in the balance sheet at cost and are subsequently remeasured at their fair values. Positive and negative fair values of derivative financial instruments are classified as "Other receivables" and "Other payables", respectively.

Changes in the fair values of derivative financial instruments are recognised in the income statement unless the derivative financial instrument is designated and qualify as hedge accounting, see below.

Hedge accounting

Changes in the fair values of financial instruments that are designated and qualify as fair value hedges of a recognised asset or a recognised liability are recognised in the income statement as are any changes in the fair value of the hedged asset or the hedged liability related to the hedged risk.

Changes in the fair values of derivative financial instruments that are designated and qualify as hedges of expected future transactions are recognised in the fair value reserve under equity as regards the effective portion of the hedge. The ineffective portion is recognised in the income statement. If the hedged transaction results in an asset or a liability, the amount deferred in equity is transferred from equity and recognised in the cost of the asset or the liability, respectively. If the hedged transaction results in an income or an expense, the amount deferred in equity is

transferred from equity to the income statement in the period in which the hedged transaction is recognised. The amount is recognised in the same item as the hedged transaction.

Changes in the fair values of financial instruments that are designated and qualify as hedges of net investments in independent foreign subsidiaries or associates are recognised directly in equity as regards the effective portion of the hedge, whereas the ineffective portion is recognised in the income statement.

Income statement

Gross profit

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss comprises of revenue.

Revenue

Revenue comprises rental income, etc., which is recognised in the income statement in the period, which the rent concerns.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Administrative expenses

Administrative expenses comprise expenses for Management, administrative staff, office expenses, depreciation, etc

Financial income and expenses

Financial income and expenses comprise interest, financial expenses in respect of finance leases, realised and unrealised exchange adjustments, price adjustment of securities, amortisation of mortgage loans as well as extra payments and repayment under the on-account taxation scheme.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and deferred tax for the year. The tax attributable to the profit for year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

The Company is jointly taxed with other group entities. The tax effect of the joint taxation with the subsidiaries is allocated to enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses).

Balance sheet

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. It is revalued at fair value if any significant changes in the fair value of land and buildings are recognized. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

In connection with significant changes in the fair value of land and buildings, revaluation to fair value is made based on a yearly assessment on each property. Revaluations and reversals hereof, less deferred tax, are taken directly to equity.

Gains or losses are calculated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses from the disposal of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses.

Depreciation based on cost added revaluations and reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Land and buildings 50 years

Land is not depreciated.

Impairment of fixed assets

The carrying amount of items of property, plant and equipment is tested annually for impairment, other than what is reflected through normal amortisation and depreciation.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

The Company has chosen IAS 39 as interpretation for impairment write-down of financial receivables.

Cash

Cash comprise cash.

Equity

Revaluation reserve

The reserve comprises revaluations of property, plant and equipment/ investments in subsidiaries and associates relative to cost net of deferred tax. The revaluation reserve is reduced by the depreciation charges relating to the revaluation.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Joint taxation contributions payable and receivable are recognised in the balance sheet as 'Joint taxation contributions receivable' or 'Joint taxation contributions payable'.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

Loans, such as mortgage loans, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Mortgage loans are measured at amortised cost, which for cash loans corresponds to the remaining loan. Amortised cost of debenture loans corresponds to the remaining loan calculated as the underlying cash value of the loan at the date of raising the loan adjusted for depreciation of the price adjustment of the loan made over the term of the loan at the date of raising the loan.

Other debts are measured at amortised cost, substantially corresponding to nominal value.

The Company has chosen IAS 39 as interpretation for recognition and measurement of liabilities.

Rifox-Hans Richter GmbH Spezialarmaturen, Bremen (Germany)

Board of Directors	Registered Office	Auditors	Bankers
Mahesh Channakeshaviah Bukinkere (Chairman) Sandeep Mandke Peter Overgaard	Bertha - von - suttner - str. 9 28207 Breman, Germany HRB 3148	SBR Siebolds Balion Rauber PartG Steuerberater Wirtschaftsprufer Friedrich-Ebert-StraBe 55 26954 Nordenham	Sydbank

A. Audit Engagement

Our subsequently reported "Audit Report" on the statutory audit of the annual financial statements of the Rifox-Hans Richter GmbH Spezialarmaturen, Bremen, as of March 31, 2026 is addressed to the audited company.

The management of

Rifox-Hans Richter GmbH Spezialarmaturen, Bremen,
(hereinafter referred to as "Rifox" or "the Company")

engaged us to audit the annual financial statements of the Company for the financial year from April 1, 2025 through March 31, 2026 including the bookkeeping system in accordance with Section 316 et seqq. HGB.

RIFOX is a small corporation within the meaning of Section 267 (1) and (4) HGB.

The audit, which is not legally required, was conducted on the basis of the application of management pursuant to the provisions of Section 316 et seqq. HGB.

The Company is required under Section 325 HGB in conjunction with Section 326 HGB to electronically file the balance sheet and the notes to the financial statements with the operator of the electronic Federal Gazette and to publish them in the electronic Federal Gazette.

The Company did not prepare a management report because this is not legally required.

The statutory duty to prepare consolidated financial statements and a group management report does not apply to the group of RIFOX because the size criteria of Section 293 HGB are not satisfied.

This engagement and our liability, also in relation to third parties, are governed by the "General Engagement Terms for Wirtschaftsprüfer and Wirtschaftsprüfungsgesellschaften" dated January 1, 2024, which are attached to this report.

Our audit was conducted in compliance with the general principles for the conduct of audits of financial statements as set out in the relevant auditing standards issued by the "Institut der Wirtschaftsprüfer in Deutschland e. V. (IDW) (Institute of Public Auditors in Germany, Düsseldorf)". This long-form audit report was prepared in accordance with the Generally Accepted Standards for the Issuance of Long-form Audit Reports for the Audits of Financial Statements (IDW PS 450 n.F). As the audit is not legally required, this report is addressed only to the audited company.

B. General Findings

I. Opinion on the Management's Assessment of the Company's Position

Since the management admissibly has not prepared a management report because this is not legally required, we, as auditors, have not been able to comment, as set forth in Section 321 (1) Clause 2 HGB, on the management's assessment of the Company's position which would otherwise have been stated in the management report.

The assessment of the Company's position, and in particular, the assessment of the Company's ability to continue as a going concern and its material opportunities and risks of future development, has been reasonably and appropriately determined. According to the results of our audit and the knowledge obtained, the legal representative's assessment of the Company's position is appropriate in terms of scope and accurate in terms of content.

II. Copy of the Auditors' Report

Based on the final results of our audit we issued the following unrestricted auditor's report dated April 22, 2026:

Independent Auditor's Report

To Rifox-Hans Richter GmbH Spezialarmaturen

Audit Opinion

We have audited the annual financial statements of Rifox-Hans Richter GmbH Spezialarmaturen, which comprise the balance sheet, and the statement of profit and loss, for the financial year from April 01, 2025 to March 31, 2026, and notes to the financial statements, including the presentation of the recognition and measurement policies.

In our opinion, on the basis of the knowledge obtained in the audit, the accompanying annual financial statements comply, in all material respects, with the requirements of German commercial law applicable to business corporations and give a true and fair view of the assets, liabilities, and financial position of the Company, and of its financial performance for the financial year from April 01, 2025 to March 31, 2026 in compliance with German Legally Required Accounting Principles.

Pursuant to § [Article] 322 Abs. [paragraph] 3 Satz [sentence] 1 HGB [Handelsgesetzbuch: German Commercial Code], we declare that our audit has not led to any reservations relating to the legal compliance of the annual financial statements.

Basis for the Audit Opinion

We conducted our audit of the annual financial statements in accordance with § 317 HGB and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Our responsibilities under those requirements and principles are further described in the "Auditor's Responsibilities for the Audit of the Annual Financial Statements" section of our auditor's report. We are independent of the Company in accordance with the requirements of German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the annual financial statements.

Responsibilities of the Executive Directors and the Supervisory Board for the Annual Financial Statements

The executive directors are responsible for the preparation of the annual financial statements that comply, in all material respects, with the requirements of German commercial law applicable to business corporations and that the annual financial statements give a true and fair view of the assets, liabilities, financial position, and financial performance of the Company in compliance with German Legally Required Accounting Principles. In addition, the executive directors are responsible for such internal control as they, in accordance with German Legally Required Accounting Principles, have determined necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud (i.e., fraudulent financial reporting and misappropriation of assets) or error.

In preparing the annual financial statements, the executive directors are responsible for assessing the Company's ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for

financial reporting based on the going concern basis of accounting provided no actual or legal circumstances conflict therewith.

Auditor's Responsibilities for the Audit of the Annual Financial Statements

Our objectives are to obtain reasonable assurance about whether the annual financial statements as a whole are free from material misstatement, whether due to fraud or error, as well as to issue an auditor's report that includes our audit opinion on the annual financial statements.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with § 317 HGB and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer (IDW) will always detect a material misstatement. 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 annual financial statements.

We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual 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 audit opinion. The risk of not detecting a material misstatement resulting from fraud is higher than the risk of not detecting a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal control relevant to the audit of the annual financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an audit opinion on the effectiveness of this system of the Company.

- Evaluate the appropriateness of accounting policies used by the executive directors and the reasonableness of estimates made by the executive directors and related disclosures.

- Conclude on the appropriateness of the executive directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the annual financial statements or, if such disclosures are inadequate, to modify our audit opinion on the annual financial statements. 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 be able to continue as a going concern.

- Evaluate the overall presentation, structure and content of the annual financial statements, including the disclosures, and whether the annual financial statements present the underlying transactions and events in a manner that the annual financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Company in compliance with German Legally Required Accounting Principles.

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."

C. Subject, Nature and Scope of the Audit

The subject of our audit was the bookkeeping system, the annual financial statements for the financial year from April 01, 2025 through March 31, 2026, prepared in accordance with the regulations stipulated by commercial law for all merchants (Sections 242 to 256 HGB), the supplementary regulations for corporations and for certain commercial partnerships (Sections 264 to 288 HGB). The responsibility for the compliance of the bookkeeping system and the annual financial statements with the applicable requirements lies with the Company's legal representatives. Our responsibility was to examine these documents to determine whether they comply with the statutory accounting regulations.

Our audit also included assessing whether the management has taken suitable measures to ensure that developments endangering the going concern of the Company are recognized at an early stage (risk early recognition system). We satisfied ourselves that the system is capable of fulfilling its objectives.

According to Section 317 (4a) HGB, our audit does not have to extend to whether the continued existence of the audited company or the effectiveness and profitability of the management can be guaranteed.

Our engagement to audit the annual financial statements did not include assessing the appropriateness of the Company's insurance coverage, or in particular, whether all risks have been recognized and sufficiently insured.

We conducted our audit at the Company's premises in Bremen, as well as in our office.

We hereby confirm, to have considered the regulations for independence of the Auditor according to § 321 Abs. 4a HGB.

For business year from April 01, 2025 to March 31, 2026 the starting point was the annual financial statements for the financial year from April 01, 2024 through March 31, 2025, which we had audited and provided with an unqualified auditors´ report.

We conducted our audit in accordance with the regulations of Section 316 et seqq. HGB and the generally accepted standards for the audit of financial statements as set forth in the IDW Auditing Standards. In accordance herewith we planned our audit in such a way as to detect any inaccuracies and violations of statutory provisions which have a material influence on the presentation of a true and fair view of the net assets, financial position and results of operations. Our engagement did not include detecting or clarifying criminal offenses (such as fraud or any other form of breach of trust) or breach of administrative rules unrelated to the accounting context, or assessing the effectiveness or operational efficiency of the management. However, we planned and conducted our audit such that misstatements and violations which are material to the accounting would be detected with reasonable assurance. The responsibility for the avoidance and detection of misstatements and violations lies with the Company's legal representatives.

In accordance with our risk-driven audit approach we initially acquired up-to-date knowledge of the economic and legal environment of the Company and, through interviews with the management, gathered information about those business risks that may lead to material errors in the accounting records. In addition to that, we examined what measures the Company has taken to manage these business risks. In this connection, we examined the appropriateness of the Company's accounting related internal control system.

We considered this knowledge in determining our further audit procedures. In areas where management has implemented adequate internal controls to limit such risks, we conducted tests of operation to satisfy ourselves of the continuous effectiveness of those internal controls. The degree of effectiveness of those internal controls determined the nature and scope of our examination of individual business transactions and balances and the extent of our analytical audit procedures. To the extent we could rely on the accuracy of the figures to be audited because of the effectiveness of the Company's internal controls, we extensively reduced the scope of our examination of individual transactions. Especially in the case of business transactions which, by their nature, are recorded and processed in large numbers according to identical procedures and within the framework of effective internal control (according to our preliminary findings), the audit focused on the consistent application of the Company's internal controls. In the other areas, we mainly conducted tests of details on a sample basis, and analytical audit procedures. In accordance with the principle of materiality and the requirement of audit procedure efficiency we therefore performed substantive audit procedures to obtain audit assurance.

To audit the items in the annual financial statements of the Company, we reviewed, among other things, excerpts from the Land Register and Commercial Register, supply and service contracts, loan contracts as well as other business records. We observed the physical count of inventories in Bremen. In order to identify potential risks from pending litigation, we requested attorneys' confirmations, and to audit trade receivables and payables, we requested balance confirmations as of March 31, 2025 (reference date). We obtained bank confirmations as of March 31, 2025 (reference date) in order to audit the relationships with financial services institutions.

The management and the staff members authorized by the management supplied us with all information and supporting documentation which we requested.

The management submitted to us a standard letter of representation relating to the annual financial statements.

D. Findings Regarding Accounting Records

I. Appropriateness of Accounting Records

1. Bookkeeping System and Other Audited Records

According to our findings, the bookkeeping system and the voucher system are proper and in compliance with the statutory regulations. The information obtained from other records audited properly depicts the bookkeeping system and the annual financial statements.

According to our findings, the accounting-related internal control system is generally suitable to ensure complete and accurate recording, processing, documentation and safeguarding of the bookkeeping data.

2. Annual Financial Statements

The annual financial statements of Rifox for the financial year from April 1, 2025 through March 31, 2026 were prepared in accordance with the statutory provisions including legal form, German principles of proper accounting.

The balance sheet and the income statement were properly derived from the bookkeeping system and the other audited records. In doing so, the recognition, disclosure and valuation requirements of commercial law were observed.

The notes to the financial statements comply with the statutory provisions. The disclosures in the notes to the financial statements are complete and appropriate.

II. Overall Impression given by the Annual Financial Statements

The annual financial statements comply with the statutory provisions and, as a whole, give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with [German] principles of proper accounting.

To provide a better understanding of the overall impression given by the annual financial statements, we refer below, as required by law, to the material valuation bases and the influence that changes to the valuation bases have had, as a whole, on the overall impression given by the annual financial statements (Section 321 (2) Clause 4 HGB); we refer to the notes to the financial statements for the financial year 2025/2026 (Appendix III).

III. Analysis of net assets, financial position & result of operations

1. Net assets & financial position

The comparison of the balance sheet as at March 31, 2026 to the balance sheet as at March 31, 2025 structured by aspects of solvency, leads to the following changes; items with a remaining period up to one year are referred to as short-term tied.

	March 31, 2026		March 31, 2025		Change
	TEUR	**%**	TEUR	%	TEUR
Assets structure					
Long and medium term tied					
Tangible assets	**247**	**8,7**	292	11,8	-45
	247	**8,7**	292	11,8	-45
Short-term tied					
Stocks	**1.124**	**39,6**	1.075	43,5	49
Debtors and other assets	**745**	**26,2**	807	32,6	-62
Cash items	**710**	**25,0**	283	11,4	427
Prepaid expenses	**15**	**0,5**	17	0,7	-2
	2.594	**91,3**	2.182	88,2	412
	2.841	**100,0**	2.474	100,0	367
Financial structure					
Long and medium term available					
Shareholders' equity	**2.102**	**74,0**	1.851	74,8	251
	2.102	**74,0**	1.851	74,8	251
Short-term payable					
Provisions	**358**	**12,6**	312	12,6	46
Bank loans	**115**	**4,0**	138	5,6	-23
Trade creditors	**144**	**5,1**	90	3,6	54
Other creditors	**122**	**4,3**	83	3,4	39
	739	**26,0**	623	23,8	116
	2.841	**100,0**	2.474	100,0	367

Total assets amounted to TEUR 2.841 as at March 31, 2026, which is TEUR 367 more than the TEUR 2.473 reported as at March 31, 2025. This is largely caused by the increase of liquid funds.

Equity increased by TEUR 251 to TEUR 2.102 as at the balance sheet date on March 31, 2026. This is due to the result for the financial year 2025/2026.

The provisions increased from TEUR 312 to TEUR 358, due to higher obligations towards the staff. The bank loan is used to finance a machine purchased during the financial year.

The development of the financial position and results of operations, as well as the causative transactions, is shown by a statement of changes in financial positions (rounding differences are accepted) - according to the German Accounting Standard No. 21 - year on year - as follows:

	2026	2025
	TEUR	TEUR
Net result	**251**	202
Loss from disposal of fixed assets	**0**	0
Depreciation	**51**	49
	302	251
Changes on assets (-increase/+decrease)		
Stocks	**-49**	-36
Receivables and other assets	**62**	-138
Deferred charges	**2**	-8
Changes on liabilities and shareholders' equity (+increase/-decrease)		
Provisions	**46**	-9
Trade creditors	**54**	-3
Other creditors	**39**	52
Cash flow from operating activities	**456**	109
Proceeds from disposal of property, plant and equipment	**-**	-
Purchase of property, plant and equipment	**-6**	-186
Cash flow from investing activities	**-6**	-186
Liabilities to banks	**0**	152
Cash payments to lenders	**-23**	-14
Cash flow from financing activities	**-23**	138
Change in cash funds from cash relevant transactions	**427**	-9
Cash funds at the beginning of period	**283**	292
Cash funds at the end of period	**710**	283

The solvency of the company was not at risk during the reporting year and up to our audit in April 2026.

Rifox-Hans Richter GmbH Spezialarmaturen, Bremen (Germany)

2. Results of operations

Based on the income statement (Appendix II) we ascertained the following statement of operations with a view to economic aspects - according to accounting principles - for 2026 - financial year on year:

	2026		2025		Change
	TEUR	**%**	TEUR	%	TEUR
Operating income	**4.407**	**100,0**	4.255	100,0	152
Cost of material	**1.143**	**25,9**	1.038	24,4	105
Gross profit	**3.264**	**74,1**	3.217	75,6	47
Other operating income	**148**	**3,4**	115	6,1	33
Staff costs	**2.418**	**54,9**	2.405	56,5	13
Depreciation	**51**	**1,2**	49	1,2	2
Other operating charges	**569**	**12,9**	573	13,5	-4
Operating charges	**2.890**	**65,6**	2.912	68,4	-22
Operating income (EBIT)	**374**	**8,5**	**305**	**7.2**	**69**
Interest receivables and similar income	**1**	**0,0**	2	0,0	-1
Interest and other similar charges	**10**	**0,2**	9	0,2	1
Financial Income	**-9**	**-0,2**	-7	-0,2	-2
Operating and financial income	**365**	**8,3**	**298**	**7,0**	**67**
Non operating income	**0**	**0,0**	0	0,0	0
Income taxes	**114**	**2,6**	95	2,2	19
Non operating results	**-114**	**-2,6**	**-95**	**-2,2**	**-19**
Other taxes	**1**	**0,0**	1	0,0	0
Result for the year	**250**	**5,7**	**202**	**4,8**	**48**

The result for the year increased by TEUR 48 to TEUR 250 compared to the result for the year 2024/2025. The margin decreased from 75,6% to 74,1%.

The business development is mainly due to higher adequate orders. Other costs decreased due to lower vehicle costs.

3. Material company ratios - year on year

The following table illustrates the development of the company overall:

		2026	2025	2024	2023	2022	2021
Balance sheet total	(TEUR)	**2.841**	2.473	2.164	2.063	1.850	1.692
Equity	(TEUR)	**2.102**	1.851	1.649	1.386	1.046	778
Turnover	(TEUR)	**4.407**	4.255	4.438	4.010	3.839	2.817
Gross profit	(TEUR)	**3.264**	3.217	3.366	2.815	2.829	1.953
Result for the year	(TEUR)	**250**	202	264	340	268	106
Cash flow	(TEUR)	**302**	251	307	420	332	156
Equity ratio	in %	**74,0**	74,9	76,2	67,2	56,5	46,0

E. Conclusion

We have prepared the above report on the audit of the annual financial statements of Rifox-Hans Richter GmbH Spezialarmaturen, Bremen, for the financial year from April 01, 2025 through March 31, 2026 in accordance with the statutory regulations and the generally accepted standards for the issuance of long-form audit reports for the audits of financial statements (IDW PS 450 n.F).

Balance Sheet as at 31 March 2026

	2025/26		2024/25	
Assets	**EUR**	**Rs Lacs**	EUR	Rs Lacs
A. Fixed assets				
I. Intangible assets				
1. Concessions, industrial property and similar rights and assets and licences in such rights and assets	**28,012**	**30.72**	33,614	31.08
2. Payments on account	**-**	**-**	-	-
II. Tangible assets				
1. Land, similar rights and buildings, including buildings on third-party land	**6**	**0.01**	355	0.33
2. Other equipment, factory and office equipment	**219,263**	**240.47**	257,901	238.44
	219,269	**240.47**	258,255	238.76
B. Current assets				
I. Stocks				
1. Finished goods and unfinished goods	**1,124,445**	**1,233.19**	1,075,032	993.90
	1,124,445	**1,233.19**	1,075,032	993.90
II. Debtors and other assets				
1. Trade debtors	**711,232**	**780.01**	778,223	719.49
2. Other assets	**33,676**	**36.93**	28,518	26.37
	744,908	**816.95**	806,741	745.86
III. Cash-in-hand, postal giro balances and bank balances	**709,762**	**778.40**	282,761	261.42
C. Prepaid expenses	**14,423**	**15.82**	17,021	15.74
	2,840,819	**3,115.55**	2,473,423	2,286.75

Equity and Liabilities

	2025/26		2024/25	
	EUR	**Rs Lacs**	EUR	Rs Lacs
A. Equity				
I. Subscribed capital	**716,469**	**785.76**	716,469	662.40
II. Unappropriated profits brought forward	**1,134,994**	**1,244.76**	933,031	862.61
III. Net income for the year	**250,721**	**274.97**	201,964	186.72
	2,102,184	**2,305.48**	1,851,463	1,711.73
B. Provisions				
1. Tax provisions	**999**	**1.10**	11,284	10.43
2. Other provisions	**356,905**	**391.42**	300,591	277.90
C. Creditors				
1. Bank Loans	**114,926**	**126.04**	137,543	127.16
2. Trade creditors	**143,946**	**157.87**	89,914	83.13
3. Other creditors	**121,860**	**133.65**	82,628	76.39
	380,731	**417.55**	310,085	286.68
-of with taxes : EUR 36,855.38 (2024 : TEUR 40)				
	2,840,819	**3,115.55**	2,473,423	2,286.75

Exchange rate : as at 31st Mar 26 is 1 Euro = Rs. 109.6709

Exchange rate : as at 31st Mar 25 is 1 Euro = Rs. 92.4529

Rifox-Hans Richter GmbH Spezialarmaturen, Bremen (Germany)

Income Statement for the financial year from April 1,2025 to March 31,2026

	2025/26		2024/25	
	EUR	**Rs Lacs**	EUR	Rs Lacs
1. Turnover	**4,357,789**	**4,779.23**	4,218,273	3,899.92
2. Inventory changes- finished and unfinished goods	**49,413**	**54.19**	36,462	33.71
3. Other operating income	**148,061**	**162.38**	115,118	106.43
	4,555,263	**4,995.80**	4,369,854	4,040.06
4. Cost of materials				
a) Cost of raw materials, consumables and goods for resale	**807,267**	**885.34**	760,750	703.34
b) Cost for purchased services	**336,063**	**368.56**	277,222	256.30
	1,143,330	**1,253.90**	1,037,971	959.63
5. Staff costs				
a) Wages and salaries	**1,999,285**	**2,192.63**	1,955,127	1,807.57
b) Social security, pension and other benefits	**418,650**	**459.14**	450,116	416.15
	2,417,936	**2,651.77**	2,405,243	2,223.72
6. Amortisation and depreciation of fixed intangible and tangible assets	**50,925**	**55.85**	49,391	45.66
7. Other operating charges	**568,863**	**623.88**	571,851	528.69
	3,037,723	**3,331.50**	3,026,484	2,798.07
8. Other interest receivable and similar income	**1,234**	**1.35**	1,705	1.58
9. Interest payable and other similar charges	**9,884**	**10.84**	9,384	8.68
10. Income taxes	**114,364**	**125.42**	94,957	87.79
11. Profit on ordinary activities	**251,195**	**275.49**	202,762	187.46
12. Other taxes	**474**	**0.52**	798	0.74
13. Profit for the year	**250,721**	**274.97**	201,964	186.72

Fixed Asset Movement Schedule to March 31, 2026

	Book value April 1, 2025	Additions	Reclassifications	Disposals	Depreciation	Write-up	Book value March 31, 2026
	EUR	**EUR**	**EUR**	**EUR**	**EUR**	**EUR**	**EUR**
I. Intangible assets							
1. Concessions, industrial property and similar rights and assets, and licences in such rights and assets	33,614	-	-	-	5,602	-	**28,012**
2. Payments on account	-	-	-	-	-	-	**-**
	33,614	-	-	-	5,602	-	**28,012**
II. Tangible assets							
1. Land, similar rights and buildings including buildings on third party land	355	-	-	-	349	-	**6**
2. Other equipment, factory and office equipment	257,902	6,348	-	11	44,974	-	**219,265**
	258,256	6,348	-	11	45,323	-	**219,271**
	291,869	6,348	-	11	50,925	-	**247,283**

Notes to the Financial Statements for the financial year

April 01, 2025– March 31, 2026

Rifox-Hans Richter GmbH Spezialarmaturen, Bremen

A. General information on the annual financial statements

The annual financial statements as at 31 March 2026 were prepared in accordance with the provisions of Sections 242 et seq. of the German Commercial Code (HGB), in compliance with the supplementary provisions for corporations (§§ 264 ff HGB) in the version of the German Accounting Standards Directive (BilRUG).

Information on the identification of the company according to the register court:

Company name according to register court:	Rifox-Hans Richter GmbH Spezialarmaturen
Registered office:	Bremen
Register entry:	commercial register
Registry court:	Bremen
Registration number:	HRB 3148

Additionally to these regulations the German Limited Liability Companies Act had to be applied. The total expenditure format was applied to the profit and loss account.

According to the size classes in § 267 (1) HGB the company is a small limited company.

The easing of restrictions for small limited companies according to § 274a and § 288 HGB were partly applied.

B. Information on accounting and valuation methods

The accounting and valuation methods of the previous year were maintained without change.

The intangible assets and property, plant and equipment were stated at acquisition or production cost and, to the extent that they can be worn out, reduced by scheduled depreciation.

The planned depreciation was made using the straight-line method or the declining-value method. The expected life-spans of the assets were estimated using the depreciation-index in line with the tax rules.

Low-value assets with acquisition costs of up to Euro 800.00 were fully written off in the year of acquisition

Stocks were listed at acquisition or production costs. If necessary the lower value on the key balance sheet date was used.

Trade receivables and other assets were valued considering all recognizable risks. Cash balance and bank accounts were listed at cash value.

To cover the general credit risk and the costs of discounts, general provisions for doubtful debts were formed.

The tax provisions include the taxes relating to the financial year and previous year that have not yet been assessed.

Other provisions account for all recognizable risks and uncertain liabilities. All recognizable risks were accounted for.

Liabilities are recognized at the fulfillment value.

C. Notes to the Balance Sheet

The development of the fixed assets is attached as appendix.

Specifications concerning trade receivables and other assets with a remaining term of more than one year can be gathered from the balance sheet.

Other provisions account for all recognizable risks and uncertain liabilities. The value was estimated according to reasonable commercial evaluation.

Specifications concerning liabilities with a remaining term of up to one year can be gathered from the balance sheet.

The total amount of liabilities recorded in the balance sheet with a remaining term of more than 5 years amounts to Euro 114,925.61 (previous year: Euro 137,543.19).

D. Other Information

In the financial year, an average of 30 employees were employed (previous year 30).

Members of the board of management:

Mr. Sandeep Mandke, Pune, India

Mr. Mahesh Channakeshaviah Bukinkere, Pune, India

Mr. Peter Overgaard, Höjbjerg, Denmark

The annual accounts were produced before appropriation of net income.

Bremen, April 22, 2026

Rifox-Hans Richter GmbH Spezialarmaturen
Sandeep Mandke, Mahesh Channakeshaviah Bukinkere, Peter Overgaard
Managing Directors

THERMAX SDN. BHD.
(Incorporated in Malaysia)

Board of Directors
Dipu Varghese
Sandeep Mandke

Registered Office
Unit 23A-2, Level 23A,
Oval Tower, Menara Permata,
No. 685, Jalan Damansara,
60000 Kuala Lumpur

Auditors
HLB LER LUM CHEW
A-23-1, Level 23, Hampshire Place Office,
157, Hampshire No. 1 Jalan Mayang Sari,
Off. Jalan Tun Razak, 50450
Kuala Lumpur, Malaysia

Bankers
Citi Bank, Malaysia

DIRECTORS' REPORT

The Directors hereby submit their report together with the audited financial statements of the Company for the financial year ended 31 March 2026.

Principal Activity

The principal activity of the Company is that of undertaking market research and business development in Malaysia as well as provision of erection, commissioning and supervision services.

There has been no significant changes in the nature of this principal activity during the financial year.

Financial Results

	RM
Loss for the financial year	119,107

Dividend

No dividend has been paid or declared by the Company since the end of the previous financial year. The Board of Directors does not recommend any dividend to be paid for the financial year under review.

Reserves and Provisions

There were no material transfers to or from reserves and provisions during the financial year other than those disclosed in the financial statements.

Issue of Shares and Debentures

There were no issuances of shares or debentures during the financial year under review.

Options Granted Over Unissued Shares

No options were granted to any person to take up unissued shares of the Company during the financial year under review.

Directors

The Directors in office during the financial year and during the period from the end of the financial year to the date of this report are:

Mandke Sandeep Suresh

Dipu Varghese

Directors' Interests in Shares or Debentures

According to the register of Directors' shareholdings required to be kept under Section 59 of the Companies Act 2016, none of the Directors who held office at the end of the financial year held any shares or debentures in the Company or its holding company or subsidiaries of the holding company during the financial year except as follows:

	No. of ordinary shares			
	As at 1.4.2025	Acquired	Disposed	As at 31.3.2026
Interest in the intermediate holding company - Thermax Limited				
Direct interest				
Mandke Sandeep Suresh	75	-	-	75

Other than as disclosed above, according to the register of Directors' shareholdings, the Director in office at the end of the financial year did not hold any interest in shares or debentures in the Company or its holding company or subsidiaries of the holding company during the financial year.

Directors' Benefits

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by Directors as shown in the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

There were no arrangements during and at the end of the financial year which had the object of enabling the Directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Directors' Remuneration

Directors' remuneration is as follows:

	RM
Director's remuneration	
- Salary and allowances	182,007
- Benefits in kind	85,472
	267,479

Auditors' Remuneration

Auditor's remuneration is as follows:

	RM
HLB Ler Lum Chew PLT	
- Statutory audit	7,000

Indemnity and Insurance for Directors and Officers

There was no indemnity given to or insurance effected for Directors or officers of the Company in accordance with Section 289 of the Companies Act 2016.

To the extent permitted under Section 289 of the Companies Act 2016, the Company has agreed to indemnify the auditors, HLB Ler Lum Chew PLT, as part of the terms of its audit engagement against claims by third parties arising from the audit.

Other Statutory Information

Before the financial statements of the Company were prepared, the Directors took reasonable steps:

(i) to ascertain that action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate provision had been made for doubtful debts; and

(ii) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including the value of current assets as shown in the accounting records of the Company have been written down to an amount which the current assets might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances which would render:

(i) the amount written off for bad debts or the amount of provision for doubtful debts in the financial statements of the Company inadequate to any substantial extent; or

(ii) the values attributed to the current assets in the financial statements of the Company misleading; or

(iii) adherence to the existing method of valuation of assets or liabilities of the Company misleading or inappropriate; or

(iv) any amount stated in the financial statements of the Company misleading.

No contingent or other liability of the Company has become enforceable, or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the Directors, will or may affect the ability of the Company to meet its obligations when they fall due.

At the date of this report, there does not exist:

(i) any charge on the assets of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or

(ii) any contingent liability of the Company which has arisen since the end of the financial year.

In the opinion of the Directors:

(i) the results of the operations of the Company for the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and

(ii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Company for the financial year in which this report is made.

Immediate Holding Company

The immediate holding company is Thermax Engineering Singapore Pte. Ltd., a company incorporated and domiciled in Singapore.

Intermediate Holding Company

The intermediate holding company is Thermax Limited, a company incorporated and domiciled in India.

Ultimate Holding Company

The Directors regard RDA Holdings Pvt. Ltd., a company incorporated in India, as the ultimate holding company.

Auditors

The auditors, HLB Ler Lum Chew PLT have expressed their willingness to accept re-appointment.

Signed in accordance with a resolution of the Directors.

DIPU VARGHESE
KUALA LUMPUR

MANDKE SANDEEP SURESH
UNITED STATES

STATEMENT BY DIRECTORS

PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT, 2016

We, DIPU VARGHESE and MANDKE SANDEEP SURESH, being the Directors of THERMAX SDN. BHD., do hereby state that, in the opinion of the Directors, the financial statements are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Company as of 31 March 2026 and of its financial performance and cash flows for the financial year then ended.

Signed in accordance with a resolution of the Directors.

DIPU VARGHESE
KUALA LUMPUR

MANDKE SANDEEP SURESH
UNITED STATES

STATUTORY DECLARATION

PURSUANT TO SECTION 251(1) OF THE COMPANIES ACT, 2016

I, DIPU VARGHESE, being the Director primarily responsible for the financial management of THERMAX SDN. BHD., do solemnly and sincerely declare that the financial statements are to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by
the abovenamed DIPU VARGHESE at

on this date of

DIPU VARGHESE

Before me,

COMMISSIONER FOR OATHS

THERMAX SDN. BHD.
(Incorporated in Malaysia)

INDEPENDENT AUDITORS' REPORT

TO THE MEMBER OF THERMAX SDN. BHD.

Registration No.: 201101016787 (944923-K)

(Incorporated in Malaysia)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of THERMAX SDN. BHD., which comprise the statement of financial position as at 31 March 2026 of the Company, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Company for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 11 to 39.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2026, and of its financial performance and its cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and Other Ethical Responsibilities

We are independent of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Information Other than the Financial Statements and Auditors' Report Thereon

The Directors of the Company are responsible for the other information. The other information comprises the information included in Directors' Report but does not include the financial statements of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Company does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Company, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Company, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements of the Company, 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.

- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Company 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 auditors' 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 of the Company, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Directors 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.

Other Matter

This report is made solely to the member of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

HLB LER LUM CHEW PLT
201906002362 & AF 0276
Chartered Accountants

TANG YAN YU
03452/10/2025 J
Chartered Accountant

Dated: 30 April 2026
Kuala Lumpur

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2026

	NOTE	2026		2025	
		RM	Rs Lacs	RM	Rs Lacs
Non-Current assets					
Property, Plant and Equipment	3	**1,296**	**0.30**	2,656	0.51
Right-of-use asset	4	**-**	**-**	-	-
Deferred tax assets	5	**17,241**	**4.05**	-	-
		18,537	**4.36**	2,656	0.51
Current Assets					
Trade Receivable	6	**223,451**	**52.52**	681,275	131.29
Other receivables	7	**125,869**	**29.58**	60,635	11.69
Amount owing by customers on contracts	8	**17,500**	**4.11**	615,196	118.56
Amount owing by immediate Holding Company	9	**190,424**	**44.75**	358,129	69.02
Amount owing by Director	10	**-**	**-**	6,094	1.17
Tax Recoverable		**136,582**	**32.10**	15,556	3.00
Cash & Bank Balance		**1,686,925**	**396.46**	1,459,681	281.31
		2,380,751	**559.52**	3,196,566	616.03
Current Liabilities					
Trade Payable	11	**523,384**	**123.00**	1,456,329	280.66
Other Payables	12	**142,801**	**33.56**	35,790	6.90
Contract Liabilities	8	**145,107**	**34.10**	-	-
		811,292	**190.67**	1,492,119	287.56
Net Current assets		**1,569,459**	**368.85**	1,704,447	328.48
		1,587,996	**373.21**	1,707,103	328.99
Financed By:					
Share Capital	13	**500,000**	**117.51**	500,000	96.36
Retained Profits		**1,087,996**	**255.70**	1,207,103	232.63
Shareholder's fund		**1,587,996**	**373.21**	1,707,103	328.99

Approved by the Board of Directors on 30 April 2026 and signed on its behalf by:

Dipu Varghese
Director

Sandeep Mandke
Director

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

	NOTE	2026		2025	
		RM	Rs Lacs	RM	Rs Lacs
Revenue	14	**291,755**	**68.57**	1,815,625	349.90
Cost of sales		**(432,929)**	**(101.75)**	(1,276,139)	(245.93)
Gross Profit		**(141,174)**	**(33.18)**	539,486	103.97
Other Operating income		**1,282,192**	**301.34**	1,054,670	203.25
Administration Expenses		**(1,275,943)**	**(299.87)**	(1,148,966)	(221.43)
Finance Costs	15	**-**	**-**	(680)	(0.13)
Profit Before Taxation	16	**(134,925)**	**31.71**	444,510	85.66
Taxation	17	**15,818**	**3.72**	(122,125)	(23.54)
Profit / Total comprehensive income for the financial year		**(119,107)**	**(27.99)**	322,385	62.13

The accompanying notes form an integral part of the financial statements
Exchange Rate : as at 31 March 2026 is 1 RM = Rs 23.51
Exchange Rate : as at 31 March 2025 is 1 RM = Rs 19.27

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

	Share Capital		Retained Profits		Total	
	RM	Rs Lacs	RM	Rs Lacs	RM	Rs Lacs
At 1 April 2025	**500,000**	**96.36**	**1,207,103**	**232.63**	**1,707,103**	**328.99**
Profit / Total comprehensive income for the year	**-**	**-**	**(119,107)**	**(27.99)**	**(119,107)**	**(27.99)**
At 31 March 2026	**500,000**	**96.36**	**1,087,996**	**204.64**	**1,587,996**	**373.21**
At 1 April 2024	500,000	88.23	884,718	141.61	1,384,718	244.34
Profit / Total comprehensive income for the year	-	-	322,385	62.13	322,385	62.13
At 31 March 2025	500,000	96.36	1,207,103	232.63	1,707,103	328.99

THERMAX SDN. BHD.
(Incorporated in Malaysia)

STATEMENT OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

		2026		2025	
		RM	**Rs Lacs**	RM	Rs Lacs
Cash Flows From Operating Activities					
Profit before taxation		**(134,925)**	**(31.71)**	444,510	85.66
Adjustments for:-					
Depreciation of property, plant and equipment		**1,360**	**0.32**	1,387	0.27
Depreciation of right-of-use asset		**-**	**-**	22,715	4.38
Expected credit losses allowance					
- Trade receivables		**-**	**-**	-	-
- Contract assets		**-**	**-**	(3,920)	(0.76)
Waiver of Debts		**-**	**-**	-	-
Unrealised loss on foreign exchange		**(58,016)**	**(13.63)**	(37,079)	(7.15)
Finance Costs		**-**	**-**	680	0.13
Operating profit before working capital changes		**(191,581)**	**(45.03)**	428,293	82.54
Changes in working capital					
Trade receivables		**457,824**	**107.60**	(286,708)	(55.25)
Other receivables		**(65,234)**	**(15.33)**	(27,226)	(5.25)
Amount owing by customers on contracts		**742,803**	**174.57**	(376,902)	(72.64)
Amount owing by immediate holding company		**167,705**	**39.41**	120,461	23.21
Trade payables		**(874,929)**	**(205.62)**	814,707	157.01
Other Payables		**107,011**	**25.15**	12,131	2.34
Amount Owing to a Director		**6,094**	**1.43**	(3,260)	(0.63)
		541,274	**127.21**	253,203	48.80
Cash used in operations		**349,693**	**82.18**	681,496	131.34
Tax paid		**(122,449)**	**(28.78)**	(58,716)	(11.32)
Tax refund		**-**	**-**	-	-
Net cash used in operating activities		**227,244**	**53.41**	**622,780**	**120.02**
Cash Flows from Financing Activity					
Payment of lease liability	(a)	**-**	**-**	(24,000)	(4.63)
Net cash used in financing activity		**-**	**-**	(24,000)	(4.63)
Net decrease in cash and cash equivalents		**227,244**	**53.41**	598,780	115.40
Cash and cash equivalents at the beginning of the financial year		**1,459,681**	**343.05**	860,901	165.91
Cash and cash equivalents at end of the financial year		**1,686,925**	**396.46**	1,459,681	281.31
Cash and cash equivalents at end of the financial year comprises:					
Cash & Bank Balances		**1,686,925**	**396.46**	1,459,681	281.31

The accompanying notes form an integral part of the financial statements.

(a) The reconciliation of liability arising from financing activity is as follows:

	Lease liability			
	2025		**2024**	
	RM	**Rs Lacs**	**RM**	**Rs Lacs**
At 1 April	**-**	**-**	23,320	4.49
Addition of right-of-use asset	-	-	-	-
Finance costs	-	-	680	0.13
Repayment of lease liabilities	-	-	(24,000)	(4.63)
At 31 March	**-**	**-**	-	-

NOTES TO FINANCIAL STATEMENTS MARCH 31, 2026

1. Corporate Information

The principal activity of the Company is that of undertaking market research and business development in Malaysia as well as provision of erection, commissioning and supervision services.

There has been no significant changes in the nature of this principal activity during the financial year.

The registered office and principal place of business of the Company is located at Wisma UOA Damansara, Jalan Dungun, 50, 1-5, Bukit Damansara 50490 Kuala Lumpur.

The Company is a private limited liability company, incorporated under the Companies Act 1965 and domiciled in Malaysia.

The immediate holding company is Thermax Engineering Singapore Pte. Ltd., a company incorporated and domiciled in Singapore.

The intermediate holding company is Thermax Limited, a company incorporated and domiciled in India.

The Directors regard RDA Holdings Pvt. Ltd., a company incorporated in India, as the ultimate holding company.

2. Basis of Preparation and Accounting Policies

(a) Basis of preparation

The financial statements of the Company have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS"), International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

The financial statements have been prepared under the historical cost convention except as disclosed in material accounting policy information.

The preparation of financial statements in conformity with MFRS requires the use of certain critical accounting estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amount of revenues and expenses during the reported year. It also requires Directors to exercise their judgement in the process of applying the Company's accounting policies. Although these estimates and judgements are based on the Directors' best knowledge of current events and actions, actual results may differ. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 2(b) to the financial statements.

Amendment to accounting standards that are effective for the Company's financial year beginning on or after 1 April 2025 are as follows:

- Amendments to MFRS 121 "The Effects of Changes in Foreign Exchange Rates" (Lack of Exchangeability)

The above amendment to accounting standards effective during the financial year do not have any material impact to the financial results and position of the Company.

Accounting standards and amendments to accounting standards that are applicable for the Company in the following periods but are not yet effective:

Annual periods beginning on/after 1 January 2026

- Annual Improvements to MFRS Accounting Standards – Volume 11
  - Amendments to MFRS 1, "First-time Adoption of Malaysian Financial Reporting Standards"
  - Amendments to MFRS 7, "Financial Instruments: Disclosures"
  - Amendments to MFRS 9, "Financial Instruments"
  - Amendments to MFRS 10, "Consolidated Financial Statements"
  - Amendments to MFRS 107, "Statement of Cash Flows"
- Amendments to MFRS 9, "Financial Instruments" and MFRS 7, "Financial Instruments: Disclosures" (Classification and Measurement of Financial Instruments)
- Amendments to MFRS 9, "Financial Instruments" and MFRS 7, "Financial Instruments: Disclosures" (Contracts Referencing Nature-dependent Electricity)

Annual periods beginning on/after 1 January 2027

- MFRS 18, "Presentation and Disclosure in Financial Statements"
- MFRS 19, "Subsidiaries without Public Accountability: Disclosures"

Effective date yet to be determined by the Malaysian Accounting Standards Board

- Amendments to MFRS 10, "Consolidated Financial Statements" and MFRS 128, "Investments in Associates and Joint Ventures" (Sale or Contribution of Assets between an Investor and its Associate or Joint Venture)

The adoption of the accounting standards and amendments to accounting standards are not expected to have any material impact to the financial statements of the Company.

(b) Significant accounting estimates and judgements

Estimates, assumptions concerning the future and judgements are made in the preparation of the financial statements. They affect the application of the Company's accounting policies, reported amounts of assets, liabilities, income and expenses, and disclosures made. They are assessed on an on-going basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances.

The key assumptions concerning the future and other key sources of estimation or uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(i) Revenue recognition from construction contracts

The Company recognises revenue from construction contracts over the period of the contract by reference to the progress towards complete satisfaction of the performance obligation using the input method. The input method recognises revenue based on direct measurements of the value transferred by the Company to the customer and the Company's efforts or budgeted inputs to the satisfaction of the performance obligation. Significant judgement is required in determining:

- the completeness and accuracy of the budgets;
- the extent of the costs incurred.

Substantial changes in cost estimates in future period can have a significant effect on the Company's revenue recognised. In making the above judgement, the Company relies on past experience and work of specialists.

(c) Foreign currencies

(i) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional and presentation currency.

(ii) Transaction and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss, except for differences arising from borrowings in foreign currencies and other currency instruments designated and qualifying as net investment hedges and net investment in foreign operations, are recognised in other comprehensive income and accumulated in the translation reserve.

Non-monetary items denominated in foreign currencies measured at fair value are translated using the spot exchange rates at the date when the fair value was determined. Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss, except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income.

The principal closing rates used in translation of foreign currency amounts at the financial position were:

	2025	2024
	RM	RM
Foreign currency		
United States Dollar ("USD")	4.0460	4.4320

(d) Property, plant and equipment

(i) Recognition and measurement

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are recognised as expenses in profit or loss during the financial period in which they are incurred.

When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposals are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognised in net in profit or loss.

(ii) Depreciation and impairment

Property, plant and equipment are depreciated on the straight line method to allocate the cost less its residual values over their estimated useful lives as follows:

Office equipment	5 -10 years

Depreciation methods, useful lives and residual values are reviewed at end of each reporting period, and adjusted as appropriate.

At the end of the reporting period, the Company assesses whether there is any indication of impairment. If such indications exist, an analysis is performed to assess whether the carrying amount of the asset is fully recoverable. A write down is made if the carrying amount exceeds the recoverable amount.

(e) Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, bank balances and deposits with banks and highly liquid investments which have an insignificant risk of changes in fair value with original maturities of three month or less, and are used by the Company in the management of their short term commitments. For the purpose of the statement of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

(f) Financial instruments

(i) Classification

The Company classifies its financial assets at amortised cost.

The classification depends on the Company's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial asset.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

The Company reclassifies debt instruments when and only when its business model for managing those assets changes.

(ii) Recognition and initial measurement

Regular purchases and sales of financial assets are recognised on the trade-date, the date on which the Company commits to purchase or sell the asset.

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

(iii) Subsequent measurement

Debt instruments

Debt instruments mainly comprise of trade and other receivables, amount owing by holding company and cash and cash equivalents.

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset.

Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.

(iv) Impairment

The Company assesses expected credit losses associated with its debt instruments carried at amortised cost on a forward-looking basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Expected credit losses represent a probability-weighted estimate of the difference between present value of cash flows according to contract and present value of cash flows the Company expects to receive, over the remaining life of the financial instrument.

NOTES TO FINANCIAL STATEMENTS MARCH 31, 2026

For trade receivables, the Company applies the simplified approach, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

While cash and cash equivalents are also subject to the impairment requirements of MFRS 9, the identified impairment loss was immaterial.

In measuring expected credit losses, trade receivables and contract assets are grouped based on shared credit risk characteristics and days past due.

In calculating the expected credit loss rates, the Company considers historical loss rates for each category of customers and adjusts to reflect current and forward-looking factors affecting the ability of the customers to settle the receivables.

The Company defines a financial instrument as default, which is aligned with the definition of credit-impaired, when the debtor meets unlikeliness to pay criteria, which indicates the debtor is in significant financial difficulty. The Company considers the following instances:

- The debtor is in breach of financial covenants
- Concessions have been made by the Company related to the debtor's financial difficulty
- It is becoming probable that the debtor will enter bankruptcy or other financial reorganisation
- The debtor is insolvent

Financial assets that are credit-impaired are assessed for impairment on an individual basis.

The Company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. The assessment of no reasonable expectation of recovery is based on unavailability of debtor's sources of income or assets to generate sufficient future cash flows to repay the amount. The Company may write-off financial assets that are still subject to enforcement activity.

(g) Financial liabilities

Financial liabilities are initially recognised at fair value net of transaction costs for all financial liabilities not carried at fair value through profit or loss. Finance liabilities carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in profit or loss.

Fair value through profit or loss category comprises financial liabilities that are derivatives (except for a derivative that is a financial guarantee or a designated and effective hedging instrument) or financial liabilities that are specifically designated into this category upon initial recognition.

All financial liabilities are subsequently measured at amortised cost using the effective interest method other than those categorised as fair value through profit or loss.

Other financial liabilities categorised as fair value through profit or loss are subsequently measured at their fair values with the gain or loss recognised in profit or loss.

(h) Share capital

Ordinary shares and non-redeemable preference shares with discretionary dividends are classified as equity.

Other shares that carry mandatory dividend payments and mandatory redemption are classified as financial liabilities or a compound instrument according to the economic substance of the instrument.

(i) Leases

(i) Accounting by lessee

Leases are recognised as right-of-use assets and a corresponding liability at the commencement date on which the leased asset is available for use by the Company.

In determining the lease term, the Company considers all facts and circumstances that create an economic incentive to exercise an extension option, or not to exercise a termination option. Extension or termination options are taken into consideration in determining the lease term if it is reasonably certain that the lease will be extended or terminated.

Right-of-use assets are initially measured at cost comprising the following:

- The amount of the initial measurement of lease liability;
- Any lease payments made at or before the commencement date less any lease incentive received;
- Any initial direct costs; and
- Decommissioning or restoration costs

Right-of-use assets are subsequently measured at cost, less accumulated depreciation and impairment loss. The right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Company is reasonably certain that it will exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Lease liabilities are initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the lessee's incremental borrowing rate is used. Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Short-term leases are leases with a lease term of 12 months or less. Payments associated with short-term leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss.

(j) Current and deferred income tax

Income tax expense for the period comprises current and deferred income tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous financial years.

Deferred tax is recognised, using the liability method, on temporary differences arising between the amounts attributed to assets and liabilities for tax purposes and their carrying amounts in the financial statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised to the extent that it is probable

that taxable profit will be available against which the deductible temporary differences, unused tax losses or unused tax credits can be utilised.

Deferred and current tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

(k) Revenue from contracts with customers

Revenue is recognised by reference to each distinct performance obligation promised in the contract with customer when or as the Company transfers the control of the goods or services promised in a contract and the customer obtains control of the goods or services. Depending on the substance of the respective contract with customer, the control of the promised goods or services may transfer over time or at a point in time.

A contract with customer exists when the contract has commercial substance, the Company and its customer have approved the contract and intend to perform their respective obligations, the Company's and the customer's rights regarding the goods or services to be transferred and the payment terms can be identified, and it is probable that the Company will collect the consideration to which it will be entitled to in exchange of those goods or services.

Construction contracts

Revenue from construction activities is recognised when or as the control of the asset is transferred to the customer. Depending on the terms of the contract and the laws that apply to the contract, control of the asset may transfer over time or at a point in time. Control of the asset is transferred over time if the Company's performance creates and enhances an asset that the customer controls as the Company performs.

If control of the asset transfers over time, revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. Otherwise, revenue is recognised at a point in time when the customer obtains control of the asset.

The progress towards complete satisfaction of the performance obligation is assessed by reference to the proportion that contract costs incurred for work performed to-date bear to the estimated total contract costs.

Incremental costs of obtaining a contract, if recoverable, are capitalised as contract assets and are subsequently amortised consistently with the pattern of revenue for the related contract.

(l) Employee benefits

(i) Short-term employee benefits

Short-term employee benefit obligations in respect of salaries, annual bonuses, paid annual leave and sick leave are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised for the amount expected to be paid under short-term cash bonus or profit sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(ii) Defined contribution plans

As required by law, companies in Malaysia make contributions to the state pension scheme, the Employees Provident Fund ("EPF"). Such contributions are recognised as an expense in profit or loss in the period to which they relate.

3. PROPERTY, PLANT AND EQUIPMENT

	Office equipment	
	2026	**2025**
	RM	**RM**
Cost		
At 1 April/31 March	7,319	7,319
Accumulated depreciation		
At 1 April	4,663	3,276
Charge for the financial year	1,360	1,387
At 31 March	**6,023**	**4,663**
Carrying amount		
At 31 March	**1,296**	**2,656**

4. RIGHT OF USE ASSET

	Office	
	2026	**2025**
	RM	**RM**
Cost		
At 1 April	-	45,430
Completion of lease	-	(45,430)
At 31 March	**-**	**-**
Accumulated depreciation		
At 1 April	-	22,715
Charge for the financial year	-	22,715
Completion of lease	-	(45,430)
At 31 March	**-**	**-**
Carrying amount		
At 31 March	**-**	**-**

5. Deferred Tax Assets

The analysis of deferred tax assets is as follows:

	2026	**2025**
	RM	**RM**
Deferred tax assets	17,241	-

The movement on the net deferred tax assets is as follows:

	2026	**2025**
	RM	**RM**
At 1 April	-	-
Recognised in profit or loss (Note 17)		**-**
- Property, plant and equipment	(311)	**-**
- Advance received from customers	29,076	-
- Provision	2,400	-
- Unrealised foreign exchange difference	(13,924)	-
	17,241	**-**
At 31 March	17,241	-

The components of deferred tax (liabilities)/assets of the Company during the financial year are as follows:

NOTES TO FINANCIAL STATEMENTS MARCH 31, 2026

	2026	2025
	RM	**RM**
Deferred tax assets		-
- Advances received from customers	29,076	-
- Provisions	2,400	-
	31,476	-
Offsetting	(14,235)	-
Net deferred tax assets	17,241	
Deferred tax liabilities		
- Property, plant and equipment	311	-
- Unrealised foreign exchange difference	13,924	-
	14,235	-
Offsetting	(14,235)	-
Net deferred tax liabilities	-	-

6. Trade Receivables

	2026	2025
	RM	RM
Trade receivables	**233,451**	691,275
Less: Expected credit loss allowance	**(10,000)**	(10,000)
	223,451	681,275

The receivables are non-interest bearing and the Company does not grant credit term to customers. As such, invoices are due for payment upon issuance.

7. Other Receivables

	2026	2025
	RM	RM
Other receivables	**6,258**	5,964
Deposits	**49,611**	31,671
Prepayment	**70,000**	23,000
	125,869	60,635

Included in prepayment is an amount of RM70,000 (2025: RMNil) represents downpayment made to a sub-contractor for supply, fabrication and delivery of ducting line for an upcoming project.

8. Contract Assets/(Contract Liabilities)

	2026	2025
	RM	RM
Aggregate costs incurred to date	**3,790,256**	9,922,665
Add: Attributable profit	**379,815**	1,199,306
	4,170,071	11,121,971
Less: Progress billings	**(4,297,678)**	(10,506,775)
	(127,607)	615,196
Represented by:		
- Contract assets	**17,500**	615,196
- Contract liabilities	**(145,107)**	-
	(127,607)	615,196

Movement on the expected credit loss allowances on contract assets is as follows:

	2026	2025
	RM	RM
At beginning of the financial year	**-**	**3,920**
Reversal during the financial year	**-**	**(3,920)**
At end of the financial year	**-**	**-**
Represented by:		
Lifetime expected credit loss	**-**	**-**

Unsatisfied long-term contracts

The aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied or partially satisfied as at the reporting date of the Company was RM803,007 (2025: RM828,093) of which the Company expects to be recognised as revenue over the next 12 months (2025: 12 months).

9. Amount Owing by Holding Company

This represents non-trade, unsecured, interest free and repayable on demand owing by intermediate holding company.

10. Amount Owing by a Director

This represents unsecured, interest-free advances to a Director for carrying out his duties.

11. Trade Payable

	2026	2025
	RM	RM
Trade payables	**523,384**	1,270,601
Accrued purchases	**-**	185,728
	523,384	1,456,329

The normal trade credit terms granted to the Company range from 30 days to 45 days (2025: 30 to 45 days).

Included in trade payables of the Company is an amount of RM499,902 (2025: RM1,165,069) payable to intermediate holding company.

The currency exposure profile of trade payables are as follows:

	2026	2025
	RM	RM
Ringgit Malaysia	**23,482**	291,260
United States Dollar	**499,902**	1,165,069
	523,384	1,456,329

12. Other Payables

	2026	2025
	RM	RM
Other payables	**3,252**	8,791
Advances received from customers	**121,150**	17,500
Accruals	**18,399**	9,499
	142,801	35,790

13. Share Capital

	Number of ordinary shares		Amount	
	2026	2025	**2026**	2025
	Units	Units	**RM**	RM
Issued and fully paid				
At 1 April/31 March	**500,000**	500,000	**500,000**	500,000

14. Revenue

Breakdown of revenue recognised from contracts with customers is as follows:

	2026	2025
	RM	RM
Revenue recognised from contracts with customers:		
Erection, commissioning and supervising activities	**291,755**	1,815,625
Geographical market		
Malaysia	**291,755**	1,815,625
Timing of revenue recognition		
Over time	**291,755**	1,815,625

15. Finance Cost

	2026	2025
	RM	RM
Interest expense on:		
- lease liability	**-**	680

16. (Loss) / Profit Before Taxation

(Loss)/Profit before taxation is derived after charging/(crediting):

	2026	2025
	RM	RM
Auditors' remuneration	**7,000**	6,500
Depreciation of property, plant and equipment	**1,360**	1,387
Depreciation of right-of-use asset	**-**	22,715
Directors' remuneration:		
- Salary and allowances	**182,007**	324,477
- Benefits in kind	**85,472**	67,652
Net reversal of expected credit loss allowances on:		
- contract assets	**-**	(3,920)
Office rental	**30,150**	-
Realised gain on foreign exchange	**(26,980)**	-
Unrealised gain on foreign exchange	**(58,016)**	(37,079)

17. Taxation

	2026	2025
	RM	RM
Current taxation:		
- Current year	**1,724**	132,135
- Over provision in prior years	**(301)**	(10,010)
	1,423	122,125
Deferred taxation:		
- Origination and reversal of temporary differences	**(17,241)**	-
Taxation for the financial year	**(15,818)**	122,125

Income tax is calculated at the statutory rate of 24% (2025: 24%) on the chargeable income of the estimated assessable profit for the financial year.

A reconciliation of income tax expense applicable to (loss)/profit before taxation at the statutory income tax rate to the income tax expense at the effective income tax rate of the Company is as follows:

	2026	2025
	RM	RM
(Loss)/Profit before taxation	**(134,925)**	444,510
Taxation on statutory tax rate of 24% (2025: 24%)	**(32,382)**	106,682
Changes in unrecognised temporary differences	**2,822**	(7,367)
Expenses not deductible for tax purposes	**14,043**	32,820
Over provision of current taxation in prior years	**(301)**	(10,010)
Taxation for the financial year	**(15,818)**	122,125

18. Staff Costs

	2026	2025
	RM	RM
Staff costs (excluding Directors)	**711,034**	452,637

Included in staff costs of the Company (excluding Directors) is contributions made to the Employees Provident Fund under a defined contribution plan amounting to RM36,631 (2025: RM33,452).

The total number of employees of the Company (excluding Directors) at the end of the financial year was 4 (2025: 5).

19. Significant Related Party Transactions

For the purposes of these financial statements, parties are considered to be related to the Company if the Company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

The significant related party transactions are as follows:

	2026	2025
	RM	RM
Administration fee charged to intermediate holding company	**1,197,196**	1,017,591
Purchase of equipment from intermediate holding company	**-**	(639,465)

The remuneration of Director during the financial year is disclosed in Note 16 to the financial statements.

NOTES TO FINANCIAL STATEMENTS MARCH 31, 2026

20. Financial Instruments

The table below provides an analysis of financial instruments and their categories in which they are subsequently measured:

	2026	2025
	Amortised costs	Amortised costs
	RM	RM
Financial assets		
Trade receivables	**223,451**	681,275
Other receivables	**55,869**	37,635
Amount owing by holding company	**190,424**	358,129
Amount owing by a Director	**-**	6,094
Cash and bank balances	**1,686,925**	1,459,681
	2,156,669	2,542,814
Financial liabilities		
Trade payables	**523,384**	1,456,329
Other Payables	**142,801**	35,790
	666,185	1,492,119

Financial risk management objectives and policies

The Company financial risk management policy is to ensure that adequate financial resources are available for the development of the Company's operations whilst managing its financial risks, including credit risk, liquidity risk and market risk.

Credit risk

Credit risk is the risk of a financial loss to the Company if a counterparty of a financial asset fails to meet its contractual obligations. The Company's exposure to credit risk arises mainly from trade and other receivables, contract assets and intercompany receivables.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis through the review of receivables and contract assets ageing.

The maximum exposure to credit risk for the Company is the carrying amount of the financial assets shown in the statement of financial position.

The ageing analysis of the Company's trade receivables is as follows:

	2026	2025
	RM	RM
Past due 0 – 6 months but not individually impaired	**222,643**	653,667
Past due 6 months – 1 year but not individually impaired	**500**	-
Past due more than 1 year but not individually impaired	**-**	27,300
Past due more than 2 years but not individually impaired	**308**	308
	223,451	681,275
Individually impaired	**10,000**	10,000
	233,451	691,275

The Company's trade receivables of RM223,451 (2025: RM681,275) that are past due at the reporting date but not impaired relate mainly to customers who have never defaulted on payments but are slow paymasters and are periodically monitored.

The Company's trade receivables of RM10,000 (2025: RM10,000) were individually impaired. The individually impaired receivable relates to trade receivable which is facing cash flows difficulties.

At the reporting date, the Company's concentration of the top 1 (2025: top 2) trade customers of the Company represents 100% (2025: 96%) of the total trade receivables.

Movement on the expected credit loss allowances on trade receivables is as follows:

	2026	2025
	RM	RM
At beginning/end of the financial year	**10,000**	10,000
Represented by:		
Individually impairment	**10,000**	10,000

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's exposure to liquidity risk arises principally from trade and other payables.

The table below summarises the maturity profile of the Company's financial liabilities as at the end of the reporting period based on contractual undiscounted payments:

	Carrying amount	**Contractual interest rate**	**Contractual cash flow**	**On demand or within one year**
	RM	**%**	**RM**	**RM**
2026				
Trade payables	**523,384**	-	**523,384**	523,384
Other payables	**142,801**	-	**142,801**	142,801
	666,185		**666,185**	666,185
2025				
Trade payables	**1,456,329**	-	**1,456,329**	1,456,329
Lease liability	**35,790**	-	**35,790**	35,790
	1,492,119		**1,492,119**	1,492,119

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and cash flow and fair value interest rate risk that may affect the Company's financial position and cash flows.

(a) Foreign currency exchange risk

The Company is exposed to foreign currency risk on transactions and balances that are denominated in currencies other than the functional currency. The currencies give rise to this risk is primarily United States Dollar ("USD"). Foreign currency exchange risk is monitored closely on an ongoing basis to ensure that the net exposure is at an acceptable level.

The Company's exposure to foreign currency exchange risk, denominated in USD, based on carrying amounts as at the end of the reporting period was:

	2026	2025
	RM	RM
Trade payables	**499,902**	1,165,069

The following shows the sensitivity of the Company's equity and profit net of tax to a reasonably possible change in the USD exchange rates against the functional currency, with all other variables remain constant.

	Increase/(decrease) Profit net of tax	
	2026	2025
	RM	RM
USD/RM - strengthening 1%	**(3,799)**	(8,855)
USD/RM - weakening 1%	**3,799**	8,855

Fair value information

The carrying amounts of cash and bank balances, trade and other receivables, amount owing by holding company, amount owing by a Director, trade and other payables are carried at their approximate fair values due to the relatively short term nature of these financial instruments.

The Company does not anticipate the carrying amounts recorded at the reporting date to be significantly different from the values that would eventually be settled. Therefore, the fair value hierarchy is not presented.

21. Capital Management

The objective of the Company's capital management is to ensure that it maintains a strong credit rating and safeguard the Company's ability to continue as a going concern, so as to support its business, maintain the market confidence and maximise its shareholders value.

During the financial year, the Company is not subject to externally imposed capital requirement as it does not have any external borrowings.

22. Date of Authorisation for Issue

The financial statements of the Company for the financial year ended 31 March 2026 were authorised for issue in accordance with a resolution of the Board of Directors on 30 April 2026.

PT THERMAX INTERNATIONAL INDONESIA

Board of Commissioner
Rajendran Arunachalam
Commissioner

Board of Directors
Hemant Yashodhar Joshi
Dinesh Satyanarayanji Mandhana
Mahesh Channakeshaviah Bukinkere
Rabindranath Pillai

Registered Office
Menara Palma 9th Floor Unit 9-02B/03,
Jl. H.R. Rasuna Said Blok. X Kav. 6,
South Jakarta 12950.

Auditors
Kantor Akuntan Publik Rintis, Jumadi, Rianto & Rekan
World Trade Centre 3 Lantai 34, 36-43 Jl Jend Sudirman
Kav 29-31 , Rt 000, Rw 000, Karet,
Setiabudi, Kota Adm. Jakarta Selatan,
Dki Jakarta 12920

Bankers
Citi Bank,NA.
PT- Mandiri Bank
PT Bank Negara

STATEMENT OF DIRECTORS REGARDING THE RESPONSIBILITY FOR THE FINANCIAL STATEMENTS AS OF MARCH 31, 2026

PT THERMAX INTERNATIONAL INDONESIA

I, the undersigned below:

Rabindranath Raghavan Pillai
Apartemen The Masterpiece and
Empyreal Unit GI 317A Tower
Masterpiece, Kawasan Rasuna Epicentrum,
Karet, Kuningan, Jakarta Selatan
+62 811-9005-2802
President Director

confirm that:

1. I am responsible for the preparation and the presentation of the financial statements of PT Thermax /international Indonesia (the "Company'?;
2. The financial statements of the Company for the year ended March 31, 2026 have been prepared and presented in accordance with Indonesian Financial Accounting Standards;
3. a. All information in financial statements of the Company has been fully disclosed in a complete and truthly manner;

   b. The financial statements of the Company do not contain false material information or facts, nor do they omit any material information or facts;
4. I am responsible for the Company's internal control system

This statement is made truthfully.

Rabindranath Raghavan Pillai

President Director

Jakarta

May 9, 2026

INDEPENDENT AUDITORS' REPORT

Report No. 00886/2.1457/AU.1/04/1991-1/1/V/2026

The Shareholders of

PT Thermax International Indonesia

Opinion

We have audited the accompanying financial statements of PT Thermax International Indonesia (the "Company"), which comprise the statement of financial position as of March 31, 2026, and the statement of profit or loss and other comprehensive loss, statement of changes in equity, and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of March 31, 2026, and its financial performance and cash flows for the year then ended, in accordance with Indonesian Financial Accounting Standards.

Basis for opinion

We conducted our audit in accordance with Standards on Auditing established by the Indonesian Institute of Certified Public Accountants ("IICPA"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements paragraph of our report. We are independent of the Company in accordance with the ethical requirements relevant to our audit of the financial statements in Indonesia, and we have fulfilled our other ethical responsibilities in accordance with such requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of management and those charged with governance for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Indonesian Financial Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease its operations or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements taken as a whole are free from material misstatement, whether due to fraud or error, and to issue an independent 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 Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Standards on Auditing we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to such 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 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our independent auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion is based on the audit evidence obtained up to the date of our independent 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.

IKa Gunawan, CPA
Public Accountant Registration No. AP. 1991
Jakarta
8 May, 2026

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2026

ASSETS	Notes	2026		2025	
		Rp'000	Rs Lakhs	Rp'000	Rs Lakhs
CURRENT ASSETS					
Cash on hand and in banks	4	**20,228,252**	**1,129.24**	10,816,415	558.43
Trade Receivables	5	**19,091,056**	**1,065.76**	38,684,580	1,997.20
Unbilled Receivables	13	**5,797,598**	**323.65**	23,936,351	1,235.78
Advances and prepayments		**7,541,640**	**421.01**	9,616,605	496.49
Inventories	6	**10,494,751**	**585.87**	7,936,712	409.76
Prepaid Taxes	11a	**10,550,398**	**588.98**	10,568,103	545.61
Other receivables		**1,155,864**	**64.53**	2,493,863	128.75
Shareholder receivables	15b	**-**	**-**	8,000,000	413.02
Finance lease receivables - current	8	**3,718,350**	**207.58**	3,621,848	186.99
NON-CURRENT ASSETS					
Claim for corporate income tax refund	11b	**4,380,494**	**244.54**	4,437,539	229.10
Fixed assets, net	7	**64,475,063**	**3,599.32**	66,587,019	3,437.75
Right-of-use assets, net	8	**71,800,567**	**4,008.27**	72,828,737	3,760.00
Finance lease receivable - non current	8	**7,746,978**	**432.48**	11,353,780	586.17
Other non current assets		**886,440**	**49.49**	426,004	21.99
Total non-current assets		**149,289,542**	**8,334.10**	155,633,079	8,035
TOTAL ASSETS		**227,867,451**	**12,720.71**	271,307,556	14,007.04
LIABILITITES & EQUITY					
CURRENT LIABILITIES					
Bank overdraft	4	**1,797**	**0.10**	4,308,491	222.44
Trade payables	9	**21,609,913**	**1,206.37**	31,920,518	1,647.99
Unearned revenue	13	**45,080,788**	**2,516.64**	44,634,485	2,304.39
Other taxes payable		**409,142**	**22.84**	866,000	44.71
Accrued expenses and provision	10	**23,654,088**	**1,320.49**	40,024,742	2,165.24
Other Current liability		**2,749,295**	**153.48**	3,904,811	2.83
Total current liabilities		**93,505,023**	**5,219.92**	125,659,047	6,487.51
NON-CURRENT LIABILITIES					
Long-term employee benefit liabilities		**2,582,173**	**144.15**	1,618,314	83.55
Lease liability - non current		**1,856,559**	**103.64**	1,695,148	87.52
Accrued expenses and provision	10	**198,266**	**11.07**	71,223	3.68
Other non-current liabilities		**1,117,323**	**62.37**	1,223,875	63.19
Total non-current liabilities		**5,754,321**	**321.24**	4,608,560	237.93
TOTAL LIABILITIES		**99,259,344**	**5,541.16**	130,267,607	6,725.44
EQUITY					
Share capital					
Authorized Capital issued and fully paid up - 362,000 shares (2025: 362,000 shares and 2024 : 354,000 shares) with par value of Rp1,000,000	12	**362,000,000**	**20,208.67**	362,000,000	18,689.30
Accumulated losses		**(233,391,893)**	**(13,029.11)**	(220,960,051)	(11,407.70)
TOTAL EQUITY		**128,608,107**	**7,179.55**	141,039,949	7,281.60
TOTAL LIABILITIES AND EQUITY		**227,867,451**	**12,720.71**	271,307,556.00	14,007.04

Exchange Rate: as at 31 March 2026 is 1 IDR = INR 0.00558
Exchange Rate: as at 31 March 2025 is 1 IDR = INR 0.00516
The accompanying notes to the financial statements form an integral part of these financial statements.

PT THERMAX INTERNATIONAL INDONESIA

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (LOSS) FOR THE YEAR ENDED 31 MARCH 2026

	Note No	2026		2025	
		Rp'000	Rs Lakhs	Rp'000	Rs Lakhs
INCOME					
Revenue from contracts with customers	13	**149,694,968**	**8,356.73**	185,988,125	9,602.18
Other Income	14	**8,823,626**	**492.58**	9,707,919	501.20
		158,518,594	**8,849.31**	195,696,044	10,103.38
EXPENSES					
Raw materials and consumable goods used		**(96,108,590)**	**(5,365.27)**	(136,723,962)	(7,058.77)
Salaries and benefits		**(39,028,805)**	**(2,178.78)**	(37,353,353)	(1,928.48)
Travelling and allowance		**(7,172,177)**	**(400.39)**	(6,863,221)	(354.33)
Depreciation and amortisation expenses		**(5,759,736)**	**(321.54)**	(5,826,508)	(300.81)
Legal and professional		**(3,498,660)**	**(195.31)**	(3,795,656)	(195.96)
Freight costs		**(2,647,844)**	**(147.82)**	(3,794,037)	(195.88)
Consumable		**(2,503,507)**	**(139.76)**	(2,948,698)	(152.24)
Repairs and maintenance		**(2,028,064)**	**(113.22)**	(2,131,551)	(110.05)
Outsource		**(1,979,612)**	**(110.51)**	(1,768,999)	(91.33)
Utilities		**(1,739,193)**	**(97.09)**	(1,896,335)	(97.90)
Warranty		**(1,678,413)**	**(93.70)**	(274,645)	(14.18)
Finance cost		**(1,048,764)**	**(58.55)**	(1,345,181)	(69.45)
Loss / gain foreign exchange, net		**(864,745)**	**(48.27)**	1,117,575	57.70
Rental expense		**(859,323)**	**(47.97)**	(410,512)	(21.19)
Others		**(3,787,939)**	**(211.46)**	(6,567,714)	(339.08)
Loss before income tax		**(12,186,778)**	**(680.33)**	(14,886,753)	(768.57)
Income tax expense	11c	**-**	**-**	-	-
Loss for the year		**(12,186,778)**	**(680.33)**	(14,886,753)	(768.57)
Other comprehensive (loss) / gain items that will not be reclassified to Profit or Loss					
Re-measurement of post-employement benefit		**(245,064)**	**(13.68)**	129,561	6.69
Total comprehensive loss for the year		**(12,431,842)**	**(694.01)**	(14,757,192)	(761.88)

The accompanying notes to the financial statements form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

	Note No.	Share capital		Accumulated losses		Total	
		Rp'000	Rs Lakhs	Rp'000	Rs Lakhs	Rp'000	Rs Lakhs
Balance as at 1st April 2024 as previously reported		354,000,000	18,615.13	(204,596,554)	(10,758.73)	149,403,445	7,856.40
Restatement		-	-	(1,606,304)	(84.47)	(1,606,304)	(84)
Balance as at 1st April 2024 after restatement		**354,000,000**	**18,615.13**	**(206,202,858)**	**(10,843.20)**	**147,797,141**	**7,771.93**
Issuance new shares		**8,000,000**	**413.02**	**-**	**-**	**8,000,000**	**413.02**
Loss for the year		**-**	**-**	**(14,886,753)**	**(768.57)**	**(14,886,753)**	**(768.57)**
Remeasurement of post-empolyment benefit		**-**	**-**	**129,561**	**6.69**	**129,561**	**6.69**
Balance as at 31 March 2025	**12**	**362,000,000**	**18,689.30**	**(220,960,050)**	**(11,407.70)**	**141,039,949**	**7,281.60**
Loss for the year		**-**	**-**	**(12,186,778)**	**(680.33)**	**(12,186,778)**	**(680.33)**
Remeasurement of post-empolyment benefit		**-**	**-**	**(245,064)**	**(13.68)**	**(245,064)**	**(13.68)**
Balance as at 31 March 2026	**12**	**362,000,000**	**20,208.67**	**(233,391,892)**	**(13,029.11)**	**128,608,107**	**7,179.55**

The accompanying notes to the financial statements form an integral part of these financial statements.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

	Note No	2026		2025	
		Rp'000	Rs Lakhs	Rp'000	Rs Lakhs
Cash flows from operating activities					
Loss before income tax		**(12,186,778)**	**(680.33)**	(14,886,753)	(790.51)
Adjustments for:					
Depreciation and amortisation expense		**5,759,736**	**321.54**	5,826,508	243.63
Loss on disposal of fixed assets		**90,571**	**5.06**	-	-
Loss On disposal Interest expense		**1,048,764**	**58.55**	1,345,181	69.41
Employee benefit liabilities		**718,795**	**40.13**	625,839	69.41
Loss on unrealised foreign exchange		**(261,494)**	**(14.60)**	-	-
Provision for Warranties		**1,297,624**	**72.44**	149,499	7.72
Provision for impairment of receivables		**322,529**	**18.01**	121,513	6.27
Provision for impairment of inventory		**445,035**	**24.84**	(1,265,735)	
Interest Income		**(165,578)**	**(9.24)**	(15,392)	(0.79)
Operating cash flows before changes in working capital		**(2,930,796)**	**(163.61)**	**(8,099,340)**	**(418.15)**
Changes in assets & liabilities					
Trade Receivables		**19,279,136**	**1,076.26**	1,116,648	57.65
Unbilled receivables		**18,138,753**	**1,012.60**	2,389,886	123.38
Advances and prepayments		**2,184,287**	**121.94**	(2,045,702)	(105.62)
Inventories		**(3,003,074)**	**(167.65)**	1,521,967	78.58
Prepaid Value Added Tax		**17,705**	**0.99**	(3,375,922)	(174.29)
Other receivables		**1,337,999**	**74.69**	371,306	19.17
Claim for income tax refund		**8,821**	**0.49**	257,090	13.27
Trade payables		**(10,057,252)**	**(561.45)**	11,494,263	593.42
Unearned revenue		**446,303**	**24.91**	(2,638,151)	(136.20)
Taxes payable		**(456,858)**	**(25.50)**	72,929	3.77
Accrued expenses		**(17,541,235)**	**(979.24)**	12,544,790	647.66
Other current liabilities		**(1,368,122)**	**(76.38)**	(1,771,074)	(91.44)
Other non-current liabilities		**(173,761)**	**(9.70)**	(84,956)	(4.39)
Payment of finance cost		**(412,362)**	**(23.02)**	(419,642)	(21.67)
Payment of corporate income tax	11b	**(1,874,985)**	**(104.67)**	(2,505,509)	(129.35)
Claim for corporate income tax refund	11d	**1,923,209**	**107.36**	1,407,815	72.68
Interest Income		**165,578**	**9.24**	15,392	0.79
Net cash flows genreated from opreating activities		**5,683,346**	**317.27**	**10,251,790**	**529.28**
Cash flows from investing activities					
Proceeds from finance lease receivables		**3,510,300**	**195.96**	3,510,299	181.23
Acquisition of other non-current assets		**(565,241)**	**(31.55)**	-	-
Acquisition of fixed assets		**(2,502,092)**	**(139.68)**	**(13,625,363)**	**(703.45)**
Net cash flows from provided from/ (used In) by investing activities		**442,967**	**24.73**	**(10,115,064)**	(522.22)
Cash flows from financing activities					
Proceeds from shares issuance		**8,000,000**	**446.60**	20,000,000	1,032.56
Payments of lease liability		**-**	**-**	(297,635)	(15.37)
Payment of finance cost		**(407,782)**	**(22.76)**	(711,509)	-
Net cash flows provided from financing activities		**7,592,218**	**423.84**	**18,990,856**	**1,017.19**
Net increase in cash and cash equivalents		**13,718,531**	**765.84**	19,127,582	987.52
Cash and cash equivalents at the beginning of the period	4	**10,816,415**	**603.83**	743,529	38.39
Bank overdraft at the beginning of the year	4	**(4,308,491)**	**(240.52)**	(13,363,186)	(689.91)
		20,226,455.00	**1,129.14**	**6,507,925.00**	**335.99**
Bank overdraft at the end of the year	4	**1,797**	**0.10**	4,308,491	222.44
Cash and cash equivalent at the end of the year		**20,228,252**	**1,129.24**	**10,816,416**	**558.43**

The accompanying notes to the financial statements form an integral part of these financial statements.

PT THERMAX INTERNATIONAL INDONESIA

NOTES TO THE FINANCIAL STATEMENTS

As of March 31, 2026 and for the Year Then Ended

(Expressed in thousands of Rupiah, unless otherwise stated)

1. GENERAL

PT Thermax International Indonesia (the "Company") was established on 22 October, 2014 based on Notarial Deed No. 12 dated 1 October, 2014 of Jimmy Tanal, S.H., M.Kn., Notary in Jakarta. The Notarial Deed was approved by the Minister of Law and Human Rights of the Republic of Indonesia through Decision Letter No. AHU30730.40.10.2014 dated 22 October 2014.

The Company's Articles of Association have been amended from time to time. The most recent amendment was based on Notarial Deed No. 319 dated 15 October, 2024 of Jimmy Tanal, S.H., M.Kn., a Notary in Jakarta, concerning the increase in the authorised capital to become 362,000 shares, increase the issued and paid-up capital to become 362,000 shares. The Notarial Deed has been approved by the Ministry of Law and Human Rights of Republic of Indonesia (''MOLHR'') through decision letter No. AHU0067134.AH.01.02. Tahun 2024 dated 21 October, 2024.

In accordance with Article 3 of the Company's Articles of Association, the main activity of the Company is the manufacturing of industrial products such as steam boilers, heaters, absorption chillers, etc and their spare parts. The Company commenced its commercial production in second quarter of financial year 2017 - 2018.

The Company's office is located at Menara Palma 9 th Floor Unit 9-02B/03, Jl. H.R. Rasuna Said Blok. X Kav. 6, South Jakarta 12950 and the manufacturing plant is located at Krakatau Industrial Estate, Cilegon, Banten.

The Company's parent entity is Thermax Engineering Singapore Pte. Ltd, a company incorporated in Singapore. The Company's ultimate holding company is RDA Holding Private Limited, a company incorporated in India.

As at 31 March 2026 and 2025, the Company's Commissioner and Board of Directors were as follows:

Mr. Rabindranath R. Pillai : President Director

Mr. Rajendran Arunachalam : Commissioner

Mr. Mahesh C. Bukinkere: Director

Mr. Hemant Y. Joshi : Director

Mr. Dinesh S. Mandhana : Director

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES INFORMATION

The Company's financial statements were authorized by the Directors on 8 May 2026.

The material accounting policies applied in the preparation of these financial statements are set out below.

a. Basis of preparation of the financial statements

The Company's financial statements have been prepared in accordance with Indonesian Financial Accounting Standards.

The financial statements have been prepared on the basis of the historical cost concept, except as otherwise disclosed in the relevant notes herein. The financial statements have also been prepared on the basis of the accrual concept, except for the statement of cash flows. The statement of cash flows is prepared using the indirect method by classifying cash flows into operating, investing and financing activities. For these purposes, cash and cash equivalents are shown net of bank overdrafts

The preparation of financial statements in conformity with Indonesian Financial Accounting Standards requires the use of certain critical accounting estimates and assumptions. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

Changes to the Statements of Financial Accounting Standards ("SFAS") which became effective in 2025

The amended standard that is effective for the financial years beginning on or after 1 January 2025 and is relevant to the Company's operation, but did not result in substantial changes to the Company's accounting policies and had no material effect on the financial statements:

- Amendment to SFAS 221, "The Effect of Changes in Foreign Exchange Rates"

– Lack of Exchangeability.

The following new and amended standards which are relevant to the Company will be effective for the financial year beginning:

1 January 2026

- Amendment of SFAS 107 and SFAS 109 "Classification and Measurement of Financial Instruments"

1 January 2027:

- SFAS 118 "Presentation and Disclosure in Financial Statements

As at the authorisation date of these financial statements, the Company is still evaluating the potential impact of the implementation of these new and amended standards to the Company's financial statements.

b. Foreign currency transactions and balances

The financial statements are presented in Indonesian Rupiah, which is the Company's functional currency. The Company considers the primary indicators and other indicators in determining its functional currency. If indicators are mixed and the functional currency is not obvious, management uses its judgment to determine the functional currency that most faithfully represents the economic effects of the underlying transactions, events and conditions.

Transactions in currencies other than the functional currency are translated using the exchange rate prevailing at the date of the transaction. Monetary assets and liabilities in foreign currencies are translated into functional currency using closing exchange rates prevailing at the end of the reporting period.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss

As at 31 March, 2026 and 2025, the exchange rates used, were as follows:

	March 31, 2026	March 31, 2025
United States Dollars 1	**16,993**	16.588
Euro 1	**19,537**	17.893

Transactions in foreign currencies other than US Dollar and Euro are not significant.

c. Financial instrument

A financial instrument is any contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity.

(a) Financial assets

The Company classified its financial assets based on the business model and contractual cash flows - whether from solely payment of principal and interest.

Financial assets are classified in the two categories as follows:

- Financial assets measured at amortised cost;
- Financial assets measured at fair value (either through other comprehensive income, or through profit or loss).

The Company determines the classification of its financial assets at initial recognition. As at 31 March 2025, the Company only had financial assets measured at amortised cost, which consisted of cash on hand and in banks, trade receivables, unbilled receivables, other receivables, and finance lease receivables.

The Company classifies its financial assets at amortised cost only if the asset is held within a business model where the objective is to collect the contractual cash flows. Financial assets measured at amortised cost are initially measured at fair value plus transaction cost and subsequently measured using the effective interest method, less impairment, if any. Amortisation is recorded in profit or loss. The losses arising from impairment are also recognised in profit or loss.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

(b) Financial liabilities

Financial liabilities are classified in the following categories:

1. Financial liabilities measured at amortised cost;
2. Financial liabilities measured at fair value through profit or loss.

The Company determines the classification of its financial liabilities at initial recognition. As at 31 March 2026, the Company had financial liabilities measured at amortised cost, which consisted of trade payables, accrued expenses and provision, lease liabilities, other current liabilities, other non-current liabilities and bank overdrafts.

All financial liabilities are initially recognised at fair value. Financial liabilities measured at amortised cost are subsequently measured using the effective interest method. The amortisation is recorded as part of finance cost in profit or loss. Gains or losses are recognised in profit or loss when the liabilities are derecognised as well as through the amortisation process. Financial liabilities are derecognised when the financial liabilities are extinguished.

(c) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise 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 the default, insolvency or bankruptcy of the Company or the counterparty.

d. Impairment of financial assets

The Company applies the "simplified approach" to measure the Expected Credit Loss ("ECL") for all trade receivables and contract assets without significant financing component which uses a lifetime ECL provision on a forward-looking basis. For financial assets other than trade receivables and contract assets without significant financing components, the Company applies the general model to measure ECL.

The Company assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost . The impairment methodology applied depends on whether there has been a significant increase in credit risk since initial recognition. At each reporting date, the Company assesses the change in the risk of a default occurring over the expected life of the financial assets based on reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future macroeconomic factors, and that is indicative of credit risk having significantly increased since initial recognition

e. Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash on hand and in banks and short-term bank deposits with maturities of three months or less at the time of placement and not pledged as collateral for loans or other borrowings. In the statement of financial position, bank overdrafts are shown within borrowings in current liabilities.

f. Trade receivables and other receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. Other receivables are receivables from transactions other than the sale of merchandises in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

g. Inventories

Inventories are stated at the lower of cost or net realisable value. Cost is generally determined by the moving average method for raw materials. The cost of finished goods and work in progress comprises raw materials, labour and an appropriate proportion of directly attributable fixed and variable overheads.

Net realisable value is the estimate of the selling price in the ordinary course of business, less the estimated costs of completion, if any, and selling expenses.

Provision for obsolete and slow moving inventory is determined on the basis of estimated future sale of individual inventory items.

h. Fixed assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures that is directly attributable to the acquisition of the assets.

Major spare parts and stand-by equipment are classified as fixed assets when they are expected to be used in operations for more than one year.

Depreciation is computed using the straight-line method based on the estimated useful lives of the fixed assets with direct ownership as follows:

	Year
Buildings	16 - 28
Machinery	8 - 25
Computers	4 - 5
Office equipment	4
Furniture and fixtures	5 - 15
Tools and equipment	4
Vehicles	8

Subsequent costs are included in the asset's carrying amount

or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amounts of replaced parts are derecognised. All other repairs and maintenances are charged to profit or loss during the financial period in which they are incurred.

The assets' residual values, useful lives and depreciation method are reviewed and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down to its recoverable amount if the asset's carrying value is greater than its estimated recoverable amount.

Net gains or losses on disposals of fixed assets are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

The accumulated costs of the construction of buildings or factories and the installation of machinery are capitalised as construction in progress. These costs are reclassified to fixed assets when the construction or installation is complete. Depreciation is charged from the date the assets are ready for use in the manner intended by Management.

i. Impairment of non-current assets

Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of assets may not be recoverable. An impairment loss is recognised in profit or loss for the amount by which the carrying amount of the asset exceeds its recoverable amount, which is the higher of an asset's fair value less cost to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows. Non-financial assets that have suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

j. Leases

The Company as a lessee

At the inception of a contract, the Company assesses whether the contract is, or contains, a lease. A contract is or contains a lease if the contract conveys the right to control the use of an identified assets for a period of time in exchange for consideration.

To assess whether a contract conveys the right to control the use of an identified asset, the Company shall assess whether :

- The Company has the right to obtain substantially all the economic benefits from use of the asset throughout the period of use; and
- The Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are the most relevant to changing how and for what purpose the asset is used are predetermined and:

1. The Company has the right to operate the asset; or
2. The Company has designed the asset in a way that predetermined how and for what purpose it will be used.

At the inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices and the aggregate stand-alone price of the non-lease components.

At the lease inception date, the Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payment made at or before the commencement date, plus an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset to the condition required by the terms and conditions of the lease.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise fixed payments.

The interest element of the finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Company as a lessor

The determination of whether an arrangement is, or contains a lease is based on the substance of the arrangement at inception date and whether the fulfillment of the arrangement is dependent on the use of a specific asset and the arrangement conveys a right to use the asset

Leases are classified as finance leases if such leases transfer substantially all the risks and rewards related to the ownership of the lease assets.

Assets held under finance lease receivables are recognised in the statements of financial position at an amount equal to the net investment in the leases. Receipts from lease receivables are treated as repayments of principal and financing lease income. The recognition of financing lease income is based on a pattem reflecting constant periodic rate of retum on the Company's net investment as lessor in the finance leases.

k. Employment benefit liabilities

Short-term employee benefits

Short-term employee benefits are employee benefit which are due for payment within twelve months after the reporting period and recognized when the employees have rendered their service.

Long-term employee benefits

The Company made additional provision for employee benefit and other long-term employee benefit for qualified employees in accordance with the Collective Labor Agreement ("CLA") and applicable law in calculating the employee benefits obligation. The additional provisions are estimated through actuarial calculations using the "Projected Unit Credit" method.

The Company recognises the pension benefits obligation based on the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by an independent actuary using the projected-unit-credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using the yield at the reporting date of long-term government bonds (given that currently there is no deep market for high-quality corporate bonds) denominated in Rupiah in which the benefits will be paid and that have terms to maturity similar to the related pension obligation.

Re-measurements, comprising of actuarial gains and losses, are recognized immediately in the statement of financial position with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss at the earlier between:

i) the date of the plan amendment or curtailment, and

ii) the date the Company recognizes related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability. The Company recognizes the following changes in the net defined benefit obligation under "Cost of Goods Sold" and "General and Administrative Expenses" as appropriate in the statement of profit or loss and other comprehensive income:

i) Service costs comprising current service costs, past-service costs, gains or losses on curtailments and non-routine settlements, and

ii) Net interest expense or income.

l. Revenue and expense recognition

Revenue from the sale of goods or services are recognised at a point in time when control of the goods has been transferred, being when the goods are delivered to the customer and there is no unfulfilled obligation that could affect the customer's acceptance of the goods

The Company recognizes project revenues over time by using the input method based on the project completion progress and cost review reports of the projects. Project revenues that have been recognized but not yet billed to customers are presented as "Unbilled receivables", while project revenues received in advance are presented as "Unearned revenue".

Expenses are recognised as incurred on an accrual basis.

m. Taxation

Current tax

Current income tax assets and liabilities for the current period are Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authority.

Current tax expense is determined based on the taxable profit for the year computed using the prevailing tax rates.

Underpayment/overpayment of income tax are presented as part of "Tax Expense - Current" in the statement of profit or loss. The Company presented interest/penalty, if any, as part of "Other Expense".

Amendments to taxation obligation are recorded when an assessment is received or, if appeal is applied, when the results of the appeal are received. The additional taxes and penalty imposed through Tax Assessment Letter ("SKP") are recognized as income or expense in the current period profit or loss, unless objection/appeal action is taken. The additional taxes and penalty imposed through SKP are deferred as long as they meet the asset recognition criteria.

Deferred tax

Deferred tax assets and liabilities are recognized using the liability method for the future tax consequences attributable to differences between the carrying amounts of existing assets and liabilities in the financial statements and their respective tax bases at each reporting date. Deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized for deductible temporary differences and accumulated fiscal losses to the extent that it is probable that taxable profit will be available in future years against which the deductible temporary differences and accumulated fiscal losses can be utilized.

The carrying amount of a deferred tax asset is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or that entire deferred tax asset to be utilized. At the end of each reporting period, the Company reassesses unrecognized deferred tax assets. The Company recognizes previously unrecognized deferred tax assets to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be recovered.

Deferred tax is calculated at the tax rates that have been enacted or substantively enacted at the reporting date. Changes in the carrying amount of deferred tax assets and liabilities due to a change in tax rates are charged to current period operations, except to the extent that they relate to items previously charged or credited to equity.

Deferred tax assets and liabilities are offset in the statement of financial position, consistent with the presentation of current tax assets and liabilities.

Value added tax

Revenue, expenses and assets are recognized net of the amount of VAT except:

- Where the VAT incurred on a purchase of assets or services is not recoverable, in which case the VAT is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- Receivables and payables that are stated with the amount of VAT included.

The net amount of VAT which is claimed for restitution from, or payable to, the taxation authorities is included as part of assets or liabilities in the statement of financial position.

n. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) where, as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed.

o. Transactions with related parties

The Company enters into transactions with related parties as defined in SFAS 224 "Related party disclosures". All significant transactions and balances with the related parties are disclosed in the notes to the financial statements.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the assets or liabilities affected in future years.

a. Judgments

Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income, could necessitate future adjustments to tax income and expense already recorded.

Judgment is also involved in determining the provision for corporate income tax. There are certain transactions and computation for which the ultimate tax determination is uncertain during the ordinary course of business.

Based on the tax regulations currently enacted, the management judged if the amounts recorded under the above account are recoverable and refundable by the Tax Office.

Lease term of contracts with renewal and termination options - the Company as lessee

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option

to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has lease contract that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain to exercise the option to renew or terminate the lease or not. The Company considers all relevant factors that create an economic incentive for them to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

The key assumptions concerning the future and other key sources of uncertainty of estimation at the reporting date that have a significant risk of causing material adjustments to the carrying amounts of assets and liabilities within the next financial year are disclosed below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

b. Estimation and assumptions

Useful lives of fixed assets

The Company determines the estimated useful life and related depreciation charges for the Group's fixed assets based on the historical useful life patterns of each asset class. The Group will adjust the depreciation charges if useful lives are different to those previously estimated, or it will write off or write down technically obsolete or non-strategic assets that have been abandoned or sold.

Provision for Impairment Losses of Trade Receivables

The Company estimates impairment provision for trade receivables using simplified approach of Expected Credit Loss ("ECL"). A provision matrix is used to determine ECL for trade receivables. The provision rates are based on days past due for the purpose of grouping various customer segments that have similar loss patterns.

The provision matrix is initially based on the customers historical observed loss rates. The Company will adjust the historical observed loss experience with forward-looking information. For instance, if forecast economic conditions closely related to the historical observed loss are expected to deteriorate over the next year which can lead to an increased number of defaults in the sectors where customers are operating, the historical losses are adjusted accordingly. At every reporting date, the historical observed loss rates are updated and changes in the forward-looking estimates are analyzed.

The assessment of the correlation between historical observed loss rates, forecast economic conditions and ECLs, is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical observed loss rate and forecast of economic conditions may not be representative of customer's actual default in the future.

Estimating the Incremental Borrowing Rate of a Lease

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate ("IBR") to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term.

The IBR therefore reflects interest the Company would have to pay, which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease.

The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates as necessary.

Pension and Employee Benefits

The measurement of the Company' employee benefits liability is dependent on its selection of certain assumptions used by the independent actuaries in calculating such amounts. Those assumptions include among others, discount rates, future annual salary increase, annual employee turn-over rate, disability rate, retirement age and mortality rate. Actuarial gains or losses arising from experience adjustments and changes in actuarial assumptions are recognized immediately in the statement of financial position with a corresponding debit or credit to retained earnings through OCI the the period in which they occur.

While the Company believes that its assumptions are reasonable and appropriate, significant differences in the Company's actual experiences or significant changes in the Company's assumptions may materially affect its estimated liabilities for pension and employee benefits and net employee benefits expense.

Revenue recognition

The Company recognises contract revenue in relation to project contracts in the period in which the services are rendered, measured by reference to the costs incurred to date compared to the estimated total costs for each contract. Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change.

4. CASH AND CASH EQUIVALENTS

	March 31, 2026	March 31, 2025
Cash on hand	**12,487**	10,421
Cash in banks	**4,215,765**	10,805,994
Short-term deposit	**16,000,000**	-
Cash and cash equivalents	**20,228,252**	10,816,415
Bank overdraft	(1,797)	(4,308,491)
Total cash on hand and in banks	**20,226,455**	6,507,924

5. TRADE RECEIVABLES

	March 31, 2026	March 31, 2025
Third parties	**20,517,774**	39,829,034
Related parties (Note 15b)	**70,513**	30,248
	20,588,287	39,859,282
Less:		
Provision for impairment losses of trade receivables	**(1,497,231)**	(1,174,702)
	19,091,056	38,684,580

The aging analysis of trade receivable is as follows:

	March 31, 2026	March 31, 2025
Current Overdue:	**9,212,524**	6,640,743
1 – 3 months -	**6,520,418**	26,305,300
More than 3 months -	**2,815,922**	6,502,877
More than one year -	**2,039,423**	410,362
	20,588,287	39,859,282
Less: Provision for impairment losses of trade receivables	**(1,497,231)**	(1,174,702)
	19,091,056	38,684,580

Management believes that the provision for the impairment of receivables is adequate to cover possible loss on uncollectible trade receivables.

6. INVENTORIES

	March 31, 2026	March 31, 2025
Raw materials	**11,880,538**	10,092,378
Goods in transit	**2,075,086**	1,013,361
Work-in-progress	**115,702**	917,796
Finished goods	**1,304,308**	349,025
	15,375,634	12,372,560
Provision for Impairment	**(4,880,883)**	(4,435,848)
Total	**10,494,751**	7,936,712

Management believes that the provision for impairment losses of inventories is adequate to cover possible losses of the inventories.

7. FIXED ASSETS

	March 31, 2026				
	Beginning balance	**Additions**	**Deduction**	**Transfers**	**Ending balance**
Acquisition costs					
Buildings	51,005,103	960,393	-	10,501,193	62,466,689
Machinery	25,746,955	876,865	-38,786	1,836,052	28,421,086
Furniture and fixtures	2,433,622	134,973	-40,749	-	2,527,846
Computers	1,558,599	244,345	-322,425	-	1,480,519
Office equipment	303,913	71,764	-133,018	28,000	270,659
Tools and equipment	1,580,327	426,358	-754,091	1,108,944	2,361,538
Vehicles	622,000	-	-	-	622,000
Construction in progress	13,610,189	-	-	-13,610,189	-
	96,860,708	2,714,698	-1,289,069	-136,000	98,150,337
Accumulated depreciation					
Buildings	(14,868,573)	(2,358,873)	-	-	(17,227,446)
Machinery	(10,417,317)	(1,584,325)	21,009	-	(11,980,633)
Furniture and fixtures	(1,645,031)	(76,013)	40,749	-	(1,680,295)
Computers	(1,188,214)	(189,970)	322,425	-	(1,055,759)
Office equipment	(291,203)	(17,364)	133,018	-	(175,549)
Tools and equipment	(1,370,934)	(295,788)	681,297	-	(985,425)
Vehicles	(492,417)	(77,750)	-	-	(570,167)
	(30,273,689)	(4,600,083)	1,198,498	-	(33,675,274)
Net book value	**66,587,019**				**64,475,063**

	March 31, 2025				
	Beginning balance	**Additions**	**Disposals**	**Transfers**	**Ending balance**
Acquisition costs					
Buildings	51,005,103	-	-	-	51,005,103
Machinery	26,484,025	-	(737,070)	-	25,746,955
Furniture and fixtures	2,345,222	88,400	-	-	2,433,622
Computers	1,404,986	153,613	-	-	1,558,599
Office equipment	292,886	11,027	-	-	303,913
Tools and equipment	1,580,327	-	-	-	1,580,327
Vehicles	622,000	-	-	-	622,000
Construction in progress	-	13,610,189	-	-	13,610,189
	83,734,549	13,863,229	(737,070)	-	96,860,708
Accumulated depreciation					
Buildings	(13,046,963)	(1,821,610)	-	-	(14,868,573)
Machinery	(8,975,577)	(2,178,810)	737,070	-	(10,417,317)
Furniture and fixtures	(1,583,118)	(61,913)	-	-	(1,645,031)
Computers	(1,021,567)	(166,647)	-	-	(1,188,214)
Office equipment	(287,861)	(3,342)	-	-	(291,203)
Tools and equipment	(1,263,350)	(107,584)	-	-	(1,370,934)
Vehicles	(414,667)	(77,750)	-	-	(492,417)
	(26,593,103)	(4,417,656)	737,070	-	(30,273,689)
Net book value	**57,141,446**				**66,587,019**

8. Lease

The Company as Lessee

The Company has lease contracts for land used in its operations. The Company is restricted from assigning and subleasing the leased assets.

Land with "Hak Guna Bangunan" ("HGB") certificate title over "Hak Pengelolaan" ("HPL") represents a land right obtained through a land lease arrangement and is accounted for in accordance with SFAS 116.

As of 31 March 2026, the HGB has a remaining lease term up to 2046. Management believes that the right can be extended.

Set out below are the movements of right-of-use assets recognised on the Company's statement of financial position during the year:

	March 31, 2026	March 31, 2025
Beginning balance	**81,735,202**	81,735,202
Accumulated depreciation:		
Beginning balance	**(8,906,465)**	(7,497,613)
Addition	**(1,028,170)**	(1,408,852)
Ending balance	**(9,934,635)**	(8,906,465)
Net book value	**71,800,567**	72,828,737

The Company as Lessor

The Company has entered into steam supply agreement with PT Unilever Oleochemical Indonesia ("UOI") which fulfilled the criterias as finance lease.

The critical terms of the UOI project are as follows:

- The Company shall deliver or procure the delivery of boiler to site and complete installation and commissioning.
- The Company shall operate the boiler and supply of steam produced by the boiler. The lease period is 7 years which start from the commencement date and can be renewed by mutual agreement of both parties. The commencement date is 1 April, 2022 and the effective date of the contract was 1 October, 2022. If the Company wants to terminate the lease before the end of the lease, the Company shall obligate to pay the exit fee as mentioned in the contract.

Movement of lease receivables:

	March 31, 2026	March 31, 2025
Gross investment in finance lease contract - net	**14,975,628**	18,485,927
Less payment of receivables	**(3,510,300)**	(3,510,299)
	11,465,328	14,975,628
Less current portion	**(3,718,350)**	(3,621,848)
Non-current portion	**7,746,978**	11,353,780

Based on a review of finance lease receivables at end of year, management believes that no impairment provision is necessary as of 31 March, 2026 and 2025.

As of the 31 March 2026, the present value of future minimum lease payment receivables are as follows:

	March 31, 2026	March 31, 2025
Within one year	**4,750,088**	4,982,710
After one year but no morethan five years	**8,678,352**	13,428,440
	13,428,440	18,411,150
Future finance income on finance lease receivable	**(1,963,112)**	(3,435,522)
Present value of minimum lease payment receivable	**11,465,328**	14,975,628
Less current portion	**(3,718,350)**	(3,621,848)
Non-current portion	**7,746,978**	11,353,780

9. TRADE PAYABLES

	March 31, 2026	March 31, 2025
Related parties (Note 15b)	**19,378,483**	23,384,878
Third parties :	**2,231,430**	8,535,640
Total	**21,609,913**	31,920,518

10. ACCRUED EXPENSES AND PROVISIONS

	March 31, 2026	March 31, 2025
Subcontractor fees	**5,195,086**	1,012,948
Purchases	**4,376,321**	27,081,152
Provision warranty	**3,304,315**	2,006,691
Freight	**2,743,337**	2,855,843
Goods in transit	**2,075,086**	1,013,361
Bonus	**1,885,431**	1,781,264
Professional fees	**873,025**	1,507,619
Others	**3,399,753**	2,837,087
	23,852,354	40,095,965
Less non-current portion: Provision warranty -	**(198,266)**	(71,223)
	23,654,088	40,024,742

11. TAXATION

a. Prepaid taxes

	March 31, 2026	March 31, 2025
Value Added Tax (''VAT'')	**10,550,398**	10,568,103

b. Claim for refundable tax

	March 31, 2026	March 31, 2025
Corporate income tax -		
2026	**1,874,985**	-
2025	**2,505,509**	2,505,509
2024	**-**	1,932,030
	4,380,494	4,437,539

c. Income tax expense

The reconciliation between income tax expense and the theoretical tax amount on the Company's loss before income tax is as follows:

	March 31, 2026	March 31, 2025
Loss before corporate income tax	**(12,186,778)**	(14,886,753)
Tax calculated at statutory rate of 22%	**(2,680,928)**	(3,275,086)
Non-deductible expenses	**433,769**	648,888
Income subject to final tax	**(36,427)**	(3,386)
Unrecognized deferred tax assets	**2,283,586**	2,629,584
Corporate income tax expenses	**-**	-

The Company did not recognise the deferred tax assets amounting to Rp 15.617.329 from the tax losses of Rp 70,987,861 (2025: deferred tax assets amounting to Rp16,256,481 from the tax losses of Rp 73,893,095) due to management is of the opinion that it is not probable that sufficient taxable income will be available in the future against which the tax losses and other deductible temporary differences can be utilised.

The Minister of Finance Regulation No. PMK-136 Year 2024 ("PMK-136") was enacted in Indonesia, the jurisdiction in which the company is incorporated, and came into effect from 1 January 2025. The first filing is for the fiscal year ended 31 December 2025 which will be due by 30 June 2027. The regulation is designed to be aligned with the Organisation for Economic Co-operation and Development ("OECD") Pillar Two model rules.

As of 31 March 2026, the Company has assessed and concluded that there is no impact from the implementation of the regulation.

d. Tax assessment letter

On 26 July, 2024, the Company received a tax assessment letter from the Directorate General of Taxes (DJP) approving the overpayment of Corporate Income Tax for the year 2022 amounting to IDR 1,664,905, as submitted by the Company. On the same date, the Company also received underpayment assessment letters (SKPKB) for VAT for the periods of April 2022 and November 2019, indicating an underpayment of Rp221,440, and SKPKB VAT Goods and Service for the Utilization of Services from Outside the Customs Area for June 2022 amounting to Rp35,650. The Company agreed with the tax assessments and received a refund of Rp1,407,815 on 14 August, 2024, after deducting the underpayment assessments.

On 25 July, 2025, the Company received a tax assessment letter from the Directorate General of Taxes (DJP) approving the overpayment of Corporate Income Tax for the year 2023 amounting to IDR 1,932,030, as submitted by the Company. On the same date, the Company also received underpayment assessment letters (SKPKB) for PPh 21 for the periods of March 2024, indicating an underpayment of Rp2,303 and SKPKB PPh 26 for March 2024 amounting to Rp6,516. The Company agreed with the tax assessments and received a refund of Rp1,923,209 on 20 August, 2025, after deducting the underpayment assessments.

e. Tax administration in Indonesia

Under the Taxation Laws of Indonesia, the Company submits tax returns on the basis of self-assessment. The Directorate General of Taxes ("DGT") may assess or amend taxes within five years of the time the tax becomes due.

12. SHARE CAPITAL

	March 31, 2025 and 2026		
Shareholders	**Number of shares**	**Percentage of ownership**	**Issued and paid-up**
Thermax Engineering Singapore Pte. Ltd.	361,990	99,99%	361,990,000
Thermax International Limited	10	0,01%	10,000
Total	**362,000**	**100%**	**362,000,000**

13. REVENUE FROM CONTRACTS WITH CUSTOMERS

	March 31, 2026	March 31, 2025
Sales of products/projects:		
Over time	**104,720,375**	129,833,077
Point in time	**35,637,552**	47,925,222
Sales of services	**9,337,041**	8,229,826
	149,694,968	185,988,125

The Perusahaan has recognised the following revenue related contract assets and liabilities:

	March 31, 2026	March 31, 2025
Total contract assets	**5,797,598**	23,936,351
Total contract liabilities	**45,080,788**	44,634,485

The revenue that was recognised in the current reporting period related to the carried-forward contract liabilities at the beginning of the period amounted to Rp 29,972,746.

14. OTHER INCOME

	March 31, 2026	March 31, 2025
Reimbursement income	**6,271,663**	7,595,593
Rental income	**1,735,430**	1,735,385
Sales of scrap	**816,533**	376,941
	8,823,626	9,707,919

Related party transactions, refer to Notes 15c

15. RELATED PARTY TRANSACTIONS

a. Nature of relationships with related parties

Related parties	Relationship	Nature of transaction
Thermax Limited	Intermediate holding company	Purchases of raw material, Expenses reimbursement Reimbursement income
Thermax Engineering Singapore Pte. Ltd.	Immediate parent	Shareholder receivable
Thermax Onsite Energy Solutions Limited	Entity under common control	Reimbursement income
Thermax Babcock & Wilcox Energy Solutions Pvt. Ltd.	Entity under common control	Reimbursement income
Board of Commissioners and Directors	Key management personnel of the Company	Compensation and remuneration

B. Balances with related parties

	March 31, 2026	March 31, 2025
Trade receivables		
Intermediate holding company	**70,513**	30,248
Other receivables :		
Intermediate holding company	**1,075,588**	2,092,073
Entity under common control	**'-**	240,460
Total	**1,075,588**	2,332,533
Shareholder receivable		
Immediate parent	**-**	8,000,000
Advances		
Intermediate holding company	**3,839,410**	853,354
Trade payables		
Intermediate holding company	**19,378,483**	23,384,878
Accrued expense		
Intermediate holding	**3,515,616**	1,013,361

c. Transactions with related parties

	March 31, 2026	March 31, 2025
Reimbursement income		
Intermediate holding company	**4,654,523**	7,520,585
Entity under common control	**135,707**	75,008
	4,790,230	**7,595,593**
Purchases of raw materials		
Intermediate holding company	**34,805,168**	28,129,536
Expenses reimbursement		
Intermediate holding company	**1,821,410**	2,082,732

d. Key management personnel compensation

Key management personnel includes President Director. As at 31 March 2026, the compensation for key management recorded in the financial statements amounted to Rp3,602,750 (2025: Rp2,059,777) only for the President Director of the Company. The compensation for the Company's Commissioner and other Directors were paid directly by Thermax Limited.

16. FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

Risk management is carried out by the Company's Board of Directors. The Board of Directors provides principles for overall risk management,

including market, credit and liquidity risks.

a. Market risk

i) Foreign exchange risk

The Company is exposed to foreign exchange risk arising from cash in banks, trade receivables and trade payables denominated in foreign currency.

As at 31 March, 2026, if the United States Dollars had strengthened/ weakened by 10% against the Indonesian Rupiah with all other variables held constant, post-tax loss for the period would have been Rp 1,467,253 (2025: Rp 1,630,752) higher/lower.

ii) Interest rate risk

The Company is not significantly exposed to interest rate risk since there are no significant interest bearing financial assets and liabilities. The Company's operating cash flows are substantially independent of changes in market interest rates.

b. Credit risk

In determining the recovery of trade receivables, the Company considers any changes in the credit quality of trade receivables from the initial date the loans are granted to the end of the reporting period. Credit risk concentration is limited to large and unrelated customers.

The Company manages credit risk exposure from its deposits with banks by placing them at banks with strong reputation and market position and limiting the aggregate risk from any individual counter-party.

In respect of credit given to customers, the Company has clear policies on selection of customers, legally binding agreements in place for sales of products and services transactions rendered and historically no collectibility issue.

c. Liquidity risk

Liquidity risk arises in situations in which the Company has difficulties obtaining the necessary resources to fulfil its financial obligations. Prudent liquidity risk management implies maintaining sufficient cash and cash equivalents. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The table below summarizes the maturity profile of the Company's financial liabilities, based on contractual payments.

March 31, 2026	Maturity within 1 year	Maturity more than 1 year	Total
Bank overdraft	1,797	-	1,797
Trade payables	21,609,913	-	21,609,913
Accrued expenses	20,548,038	-	20,548,038
Lease liabilities	-	1,856,559	1,856,559
Other current liability	2,749,295	1,117,323	3,866,618
Total	**44,909,043**	**2,973,882**	**47,882,925**

March 31, 2025	Maturity within 1 year	Maturity more than 1 year	Total
Bank overdraft	4,308,491	-	4,308,491
Trade payables	31,920,518	-	31,920,518
Accrued expenses	38,089,274	-	38,089,274
Lease liabilities	-	1,695,148	1,695,148
Other current liability	3,904,811	1,223,875	5,128,686
Total	**78,223,094**	**2,919,023**	**81,142,117**

d. Capital risk management

The primary objective of the Company's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments to it by issuing new shares, in light of changes in economic conditions.

e. Fair value of financial instruments

Management in the opinion that the carrying value of its financial assets and liabilities approximate the fair value of the financial assets and liabilities as at 31 March, 2026. The fair value of trade payables, accrued expenses, bank overdraft, and other payables approximate their carrying value because of their short term maturity.

The carrying amount of long-term liabilities is estimated to approximate their fair value since the effect of discounting is not significant.

17. NON CASH TRANSACTIONS

	March 31, 2026	March 31, 2025
Investing activities:		
Issuance of new share	**-**	8,000,000
Acquisition of right-of-use assets through lease liabilities	**-**	1,538,935
Acquisition of fixed assets through other current liabilites	**212,606**	464,644

18. NET FUND RECONCILIATION

	Bank Overdrafts	Lease liabilities	Cash and cash equivalents	Total
Net debt as at **1 April 2024**	**(13,363,186)**	**(1,839,770)**	**743,529**	**(14,459,427)**
Cash flow	9,054,695	297,635	10,072,886	19,425,216
Non-cash movement: Interest expense	-	(153,013)		(153,013)
Net fund as at 31 March 2025	**(4,308,491)**	**(1,695,148)**	**10,816,415**	**4,812,776**
Cash flow	4,306,694	-	9,411,837	13,718,531
Non-cash movement:				
Interest expense	-	(161,411)	-	(161,411)
Net fund as at 31 March 2026	**(1,797)**	**(1,856,559)**	**20,228,252**	**18,369,896**

19. BUSINESS CONDITION AND MANAGEMENT PLAN

As at 31 March 2026, the Company had negative working capital of Rp 14,927,114 (2025: 9,984,570) and accumulated loss of Rp 233,391,893 (2025: 220,960,051). These conditions raise substantial doubt about the Company's ability to continue as going concern.

In response to this condition, the Company has taken several initiatives to maintain the sustainability of the business, which include market reach expansion, cost optimization and increasing shop utilization. Thermax Limited, the intermediate holding company, acting as a guarantor for any bank facilities issued for the Company with a total amount or equivalent to US$8.6 million.

Management believes that the Company will be able to fulfil its financial requirements and gradually improve its cash flows. The Company does not foresee any material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. As such, the financial statements have been prepared on the basis that the Company will continue as a going concern and do not include any adjustments that may result from the outcome of this condition.

20. RESTATEMENT OF THE FINANCIAL STATEMENTS

In preparing the financial statements for the year ended 31 March 2026, the Company identified certain matters requiring restatement

of previously reported amounts in the statements of financial position as of 31 March 2025 and 1 April 2024. The restatement relates to the Company's reassessment of its accounting treatment for leases in accordance with SFAS 116 and fixed assets in accordance with SFAS 216. The statements of financial position before and after restatement as of 31 March 2025 are as follows:

	Before Restated	Adjustment	After restated
ASSETS			
Non-current assets			
Claim for corporate income tax refund	4,437,539	-	4,437,539
Fixed assets	58,943,936	7,643,083	66,587,019
Right-of-use assets	81,643,503	(8,814,766)	72,828,737
Finance lease receivables	11,353,780	-	11,353,780
Other non-current assets	426,004	-	426,004
Total non-current assets	**156,804,762**	**(1,171,683)**	**155,633,079**
TOTAL ASSETS	**272,479,239**	**(1,171,683)**	**271,307,556**
LIABILITIES			
Non-current liabilities			
Long-term employee benefit liabilities	1,618,314	-	1,618,314
Lease liabilities	1,685,471	9,677	1,695,148
Accrued expenses and provision	71,223	-	71,223
Other non-current liabilities	1,223,875	-	1,223,875
Total non-current liabilities	**4,598,883**	**9,677**	**4,608,560**
TOTAL LIABILITIES	**130,257,930**	**9,677**	**130,267,607**
EQUITY			
Authorised capital issued and fully paid up – 362,000 shares (2025: 362,000 shares and 2024: 354,000 shares) with par value of Rp1,000,000	362,000,000	-	362,000,000
Accumulated losses	(219,778,691)	(1,181,360)	(220,960,051)
TOTAL EQUITY	**142,221,309**	**(1,181,360)**	**141,039,949**
TOTAL LIABILITIES AND EQUITY	**272,479,239**	**(1,171,683)**	**271,307,556**

The statements profit or loss and other comprehensive income before and after restatement as of 31 March 2025 are as follows:

	Before Restated	Adjustment	After restated
ASSETS			
Non-current assets			
Revenue from contracts with customers	185,988,125	-	185,988,125
Other income	9,707,919	-	9,707,919
Raw materials and consumable goods used	(136,723,962)	-	(136,723,962)
Salaries and benefit	(37,353,353)	-	(37,353,353)
Travelling and allowance	(6,863,221)	-	(6,863,221)
Depreciation and amortisation expense	(6,252,294)	425,786	(5,826,508)
Legal and professional	(3,795,656)	-	(3,795,656)
Freight costs	(3,794,037)	-	(3,794,037)
Consumables	(2,948,698)	-	(2,948,698)
Repairs and maintenance	(2,131,551)	-	(2,131,551)
Outsource	(1,768,999)	-	(1,768,999)
Utilities	(1,896,335)	-	(1,896,335)
Warranty	(274,645)	-	(274,645)
Finance cost	(1,344,340)	(841)	(1,345,181)
(Loss)/gain foreign exchange, net	1,117,575	-	1,117,575
Rental expense	(410,512)	-	(410,512)
Others	(6,567,714)	-	(6,567,714)
Loss before income tax	**(15,311,698)**	**424,945**	**(14,886,753)**
Income tax expense	-	-	-
Loss for the year	**(15,311,698)**	**424,945**	**(14,886,753)**
Other comprehensive (loss)/gain: items that will not be reclassified to profit or loss			
Remeasurement of post employment benefits	129,561	-	129,561
Total comprehensive loss for the year	**(15,182,137)**	**424,945**	**(14,757,192)**

The statements of cash flows before and after restatement as of 31 March 2025 are as follows:

	Before Restated	Adjustment	After restated
Cash flows from from operating activities			
Loss before income tax	(15,311,698)	424,945	(14,886,753)
Items not affecting operating cash flows:			
Depreciation and amortisation expense	6,252,294	(425,786)	5,826,508
Loss on disposal other non current assets	-	-	-
Interest expense	1,344,340	841	1,345,181
Employee benefit liabilities	625,839	-	625,839
Unrealized foreign exchange	-		-
Provision for warranties	149,499	-	149,499
Provision for impairment of receivables	121,513	-	121,513
Provision of impairment of inventory	(1,265,735)	-	(1,265,735)
Interest income	(15,392)	-	(15,392)
	(8,099,340)	**-**	**(8,099,340)**

PT THERMAX INTERNATIONAL INDONESIA

	Before Restated	Adjustment	After restated
Changes in assets and liabilities:			
Trade receivables	1,116,648	-	1,116,648
Unbilled receivables	2,389,886	-	2,389,886
Advances and prepayments	(2,045,702)	-	(2,045,702)
Inventories	1,521,967	-	1,521,967
Prepaid value added tax	(3,375,922)	-	(3,375,922)
Other receivables	371,306	-	371,306
Claim for corporate income tax refund	257,090	-	257,090
Trade payables	11,494,263	-	11,494,263
Unearned revenue	(2,638,151)	-	(2,638,151)
Taxes payable	72,929	-	72,929
Accrued expenses	12,544,790	-	12,544,790
Other current liabilities	(1,771,074)	-	(1,771,074)
Other non-current liabilities	(84,956)	-	(84,956)
Payments of finance cost	(419,642)	-	(419,642)
Payments of corporate income tax	(2,505,509)	-	(2,505,509)
Claim for corporate income tax refund	1,407,815	-	1,407,815
Interest income	15,392	-	15,392
Net cash flows provided by operating activities	**10,251,790**	**-**	**10,251,790**
Cash and cash equivalents at the end of the year	**10,816,415**	**-**	**10,816,415**

The statements of financial position before and after restatement as of 1 April 2024 are as follows:

	Before Restated	Adjustment	After restated
ASSETS			
Non-current assets			
Claim for corporate income tax refund	3,596,935	-	3,596,935
Fixed assets	131,056,887	(73,915,441)	57,141,446
Right-of-use assets	380,682	73,856,908	74,237,590
Finance lease receivables	15,097,666	-	15,097,666
Other non-current assets	285,932	-	285,932
Total non-current assets	**150,418,102**	**(58,533)**	**150,359,569**
TOTAL ASSETS	**266,760,138**	**(58,533)**	**266,701,605**
LIABILITIES			
Non-current liabilities			
Long-term employee benefit liabilities	1,122,036	-	1,122,036
Lease liabilities	-	1,547,771	1,547,771
Accrued expenses and provision	197,168	-	197,168
Other non-current liabilities	1,247,814	-	1,247,814
Total non-current liabilities	**2,567,018**	**1,547,771**	**4,114,789**
TOTAL LIABILITIES	**117,356,693**	**1,547,771**	**118,904,464**
EQUITY			
Share capital			
Authorised capital issued and fully paid up – 362,000 shares (2025: 362,000 shares and 2024:354,000 shares) with par value of Rp1,000,000	354,000,000	-	354,000,000
Accumulated losses	(204,596,555)	(1,606,304)	(206,202,859)
TOTAL EQUITY	**149,403,445**	**(1,606,304)**	**147,797,141**
TOTAL LIABILITIES AND EQUITY	**266,760,138**	**(58,533)**	**266,701,605**

THERMAX ENGINEERING SINGAPORE PTE. LTD.

Board of Directors	Registered Office	Auditors	Bankers
Rajendran Arunachalam Corliss Ha Ling-Ling Pheroz Naswanjee Pudumjee Mahesh Channakeshaviah Bukinkere	80, Robinson road, #25-00, Singapore- 068898	Paul Wan Co. 10 Anson Road, #35-07/08, International Plaza, Singapore 079903	Citi Bank, Singapore

Directors' Statement

The directors present their statement to the member together with the audited financial statements of Thermax Engineering Singapore Pte. Ltd. (the "Company") for the financial year ended 31 March 2026.

1. Opinion of the directors

In the opinion of the directors,

(a) the financial statements of the Company are drawn up so as to give a true and fair view of the financial position of the Company as at 31 March 2026 and the financial performance, changes in equity and cash flows of the Company for the financial year ended; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

2. Directors

The directors of the Company in office at the date of this statement are:

Corliss Ha Ling-Ling
Pheroz Naswanjee Pudumjee
Rajendran Arunachalam
Mahesh Channakeshaviah Bukinkere

3. Arrangements to enable directors to acquire shares or debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

4. Directors' interests in shares or debentures

According to the register of directors' shareholdings kept by the Company under Section 164 of the Singapore Companies Act 1967 (the "Act"), the directors of the Company who held office at the end of the financial year had no interest in the shares or debentures of the Company and its related corporations, except as stated below:

Name of directors	Direct interest	
	At beginning of financial year	At end of financial year
Pheroz Naswanjee Pudumjee		
-Thermax Limited	6,000	6,000
-Ara Trusteeship Company Pvt.Ltd	500	500
-Thermax Engineering Construction Company Ltd.	10	10
-Thermax Cooling Solutions Limited	1	1
-Thermax Onsite Energy Solutions Ltd.	1	1
-Thermax Instrumentation Ltd.	1	1
Rajendran Arunachalam		
-Thermax Limited	1,718	2,783

5. Share options

There were no share options granted during the financial year to subscribe for unissued shares of the Company.

There were no shares issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company.

There were no unissued shares of the Company under option at the end of the financial year.

6. Independent auditor

The independent auditor, Paul Wan & Co has expressed its willingness to accept re-appointment as auditor.

On behalf of the Board of Directors

Rajendran Arunachalam
Director

Mahesh Channakeshaviah Bukinkere
Director

Date :

THERMAX ENGINEERING SINGAPORE PTE. LTD.

Independent Auditor's Report to the Member of Thermax Engineering Singapore Pte. Ltd.

Report on the Audit of the Financial Statements

For the financial year ended 31 March 2026

Opinion

We have audited the financial statements of Thermax Engineering Singapore Pte. Ltd. (the "Company"), which comprise the statement of financial position as at 31 March 2026, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements of the Component are properly drawn up in accordance with the provisions of the Singapore Companies Act 1967 (the "Act") and Financial Reporting Standards in Singapore ("FRSs") so as to give a true and fair view of the financial position of the Component as at 31 March 2026 and of the financial performance, changes in equity and cash flows of the Component for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Component in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Component Management and Component Directors for the Financial Statements

Component management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the Component's financial statements, component management is responsible for assessing the Component'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 component management either intends to liquidate the Component or to cease operations, or has no realistic alternative but to do so.

The component directors' responsibilities include overseeing the Component's financial reporting process.

Component Auditor's Responsibilities for the Audit of the Component's Financial Statements

Our objectives are to obtain reasonable assurance about whether the Component's 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 SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also::

- Identify and assess the risks of material misstatement of the Component's 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, but not for the purpose of expressing an opinion on the effectiveness of the Component's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by component management.
- Conclude on the appropriateness of component 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 Component'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 Component's 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 Component to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Component's financial statements, including the disclosures, and whether the Component's financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the component directors 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.

PAUL WAN & CO

Public Accountants and

Chartered Accountants

Singapore

Date : 19 June 2026

Statement of Profit or Loss and Other Comprehensive Income
For the Financial Year Ended 31 March 2026

	NOTE	For the financial year ended 31 March 2026		For the financial year ended 31 March 2025	
		USD	Rs Lacs	USD	Rs Lacs
Revenue	4	**1,92,102**	**182.17**	-	-
Other Operating income	5	**8,590**	**8.15**	58,045	49.61
Administrative Expenses		**(1,74,638)**	**(165.61)**	(54,955)	(46.97)
Finance cost		**-**	**-**	-	-
Other expenses	6	**(2,934)**	**(2.78)**	(592)	(0.51)
- Impairment loss on investment in subsidiaries		**-**	**-**	-	-
Loss Before tax	7	**23,120**	**21.92**	2,498	2.14
Income tax expenses	8	**-**	**-**	-	-
Loss for the financial year, representing total comprehensive loss for the financial year		**23,120**	**21.92**	2,498	2.14

Exchange Rate : as at 31 March 2026 is 1 USD = Rs 94.83
Exchange Rate : as at 31 March 2025 is 1 USD = Rs 85.47

The accompanying notes form an integral part of the financial statements.

BALANCE SHEET as at 31 March 2026

	NOTE	2026		2025	
		USD	Rs Lacs	USD	Rs Lacs
ASSETS					
Non-current assets					
Property, plant and equipment	8	**5,189**	**4.92**	-	-
Investments in a subsidiaries	9	**1,51,01,485**	**14,320.74**	1,46,22,385	12,497.75
Financial Asset, at FVOCI	10	**1**	**0.00**	1	0.00
		1,51,06,675	**14,325.66**	1,46,22,386	12,497.75
Current assets					
Trade and other receivables	11	**64,854**	**61.50**	7,423	6.34
Cash & cash equivalents	12	**1,99,832**	**189.50**	7,45,157	636.89
		2,64,686	**251.00**	7,52,580	643.23
Total assets		**1,53,71,361**	**14,576.66**	1,53,74,966	13,140.98
EQUITY AND LIABILITIES					
Equity					
Share capital	13	**3,21,04,356**	**30,444.56**	3,21,04,356	27,439.59
Accumulated losses		**(1,68,15,356)**	**(15,946.00)**	(1,68,38,476)	(14,391.85)
		1,52,89,000	**14,498.56**	1,52,65,880	13,047.75
Current liabilities					
Trade and Other payables	14	**82,361**	**78.10**	1,09,086	93.24
		82,361	**78.10**	1,09,086	93.24
Total Equity and Liabilities		**1,53,71,361**	**14,576.66**	1,53,74,966	13,140.98

THERMAX ENGINEERING SINGAPORE PTE. LTD.

Statement of Changes in Equity For the Financial year ended 31 March 2026

2026	Share Capital		Retained earnings		Total Equity	
	USD	Rs Lacs	USD	Rs Lacs	USD	Rs Lacs
Beginning of financial year	**3,21,04,356**	**27,439.59**	**(1,68,38,476)**	**(14,391.85)**	**1,52,65,880**	**13,047.75**
Shares issued during the year		-	-	-	-	-
profit for the year, representing total comprehensive Profit for the year	-	-	**23,120**	**21.92**	**23,120**	**21.92**
End of financial year	**3,21,04,356**	**30,444.56**	**(1,68,15,356)**	**(15,946.00)**	**1,52,89,000**	**14,498.56**

2025	Share Capital		Retained earnings		Total Equity	
	USD	Rs Lacs	USD	Rs Lacs	USD	Rs Lacs
Beginning of financial year	2,74,84,356	22,921.95	(1,68,40,974)	(14,045.37)	1,06,43,382	8,876.58
Shares issued during the year	46,20,000	3,948.71	-	-	46,20,000	3,948.71
Loss for the year, representing total comprehensive loss for the year	-	-	2,498	2.14	2,498	2.14
End of financial year	3,21,04,356	27,439.59	(1,68,38,476)	(14,391.85)	1,52,65,880	13,047.75

Statement of Cash Flow For the Financial year ended 31 March 2026

	Notes	For the financial year ended 31 March 2026		For the financial year ended 31 March 2025	
		USD	Rs Lacs	USD	Rs Lacs
Cash flow from operating activities					
Loss after tax		**23,120**	**21.92**	2,498	2.14
Adjustments for:					
-Interest Income	5	**(8,588)**	**(8.14)**	(41,491)	(35.46)
-(Reversal) of /Provision for Impairment loss on trade receivables	5, 12	**-**	**-**	(16,552)	(14.15)
		14,532	**13.78**	(55,545)	(47.47)
Changes in working capital:					
- Trade and other receivables		**(57,431)**	**(54.46)**	12,105	10.35
- Trade and other payables		**(26,725)**	**(25.34)**	9,387	8.02
Operating profit after working capital changes		**(69,624)**	**(66.02)**	(34,053)	(29.11)
Income Tax Paid		**-**	**-**	-	-
Net cash used in operating activities		**(69,624)**	**(66.02)**	(34,053)	(29.11)
Cash flows from investing activities					
Interest received		**8,588**	**8.14**	41,491	35.46
Investments in subsidiaries	10	**(4,79,100)**	**(454.33)**	(43,39,722)	(3,709.16)
Acquisition of Intangible Assets	9	**(5,189)**	**(4.92)**	-	-
Net cash (used in)/generated from investing activities		**(4,75,701)**	**(451.11)**	(42,98,231)	(3,673.70)
Cash flows from financing activities					
Proceeds from issuance of ordinary shares	14		**-**	46,20,000	3,948.71
Net cash generated from financing activity		**-**	**-**	46,20,000	3,948.71
Net change in cash and cash equivalents		**(5,45,325)**	**(517.13)**	2,87,716	245.91
Cash at the beginning of the year		**7,45,157**	**627.42**	4,57,441	381.51
Cash and cash equivalents at end of the year	13	**1,99,832**	**110.28**	7,45,157	627.42

NOTES TO THE FINANCIAL STATEMENTS
For the Financial year ended 31 March 2026

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. Corporate information

Thermax Engineering Singapore Pte. Ltd. (the "Company") is incorporated in Singapore with its registered office and principal place of business is located at 80 Robinson Road, #25-00, Singapore 068898.

The principal activity of the Company is that of an investment holding company and trading of industrial machinery and equipment to customers.

The immediate holding company is Thermax Limited, a company incorporated in India.

The financial statements of the Company for the year ended 31 March 2026 were authorised for issue in accordance with a resolution of the directors on the date of the Directors' Statement.

2. Material accounting policy information

2.1 Basis of preparation

The financial statements of the Company have been drawn up in accordance with Financial Reporting Standards in Singapore ("FRSs"). The financial statements have been prepared on the historical cost basis except as disclosed in the accounting policies below.

The financial statements are presented in United States dollars ("US$"), which is the Company's functional currency.

The financial statements of the Company have been prepared on the basis that it will continue to operate as a going concern.

2.2 Adoption of new and amended standards and interpretations

The accounting policies adopted are consistent with those of the previous financial year except that in the current financial year, the Company has adopted all the new and amended standards which are relevant to the Company and are effective for annual financial periods beginning on or after 1 April 2025.The adoption of these standards did not have any material effect on the financial performance or position of the Company.

2.3 Standards issued but not yet effective

A number of new standards and amendments to standard that have been issued are not yet effective and have not been applied in preparing these financial statements.

The directors expect that the adoption of the standards above will have no material impact on the financial statements in the year of initial application.

2.4 Exemption from preparing consolidated financial statements

These financial statements are the separate financial statements of the Company. The Company is exempted from the preparation of consolidated financial statements as the Company is a wholly-owned subsidiary of Thermax Limited, which produces consolidated financial statements available for public use. The registered office of Thermax Limited where those consolidated financial statements can be obtained is as follows: D-13, MIDC Industrial Area, R D Aga Road, Chinchwad, Pune 411019, India.

2.5 Foreign currency transactions and balances

Transactions in foreign currencies are measured in the functional currency of the Company and are recorded on initial recognition in the functional currency at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in profit or loss.

2.6 Subsidiaries

Subsidiaries are entities over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Investment in subsidiaries is carried at cost less accumulated impairment losses m the Company's statement of financial position.

2.7 Acquired computer software licences

Acquired computer software licences are initially capitalised at cost which includes the purchase prices (net of any discounts and rebates) and other directly attributable costs of preparing the asset for its intended use. Direct expenditures including employee costs, which enhance or extend the performance of computer software beyond its specifications and which can be reliably measured, are added to the original cost of the software. Costs associated with maintaining the computer software are expensed off when incurred.

Computer software licences are subsequently carried at cost less accumulated amortisation and accumulated impairment losses. These costs are amortised to profit or loss using the straight-line method over their estimated useful lives of3 to 5 years.

The amortisation period and amortisation method are reviewed at least at each balance sheet date. The effects of any revision are recognised in profit or loss when the changes arise.

2.8 Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, (or, where applicable, when an annual impairment testing for an asset is required), the Company makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs of disposal and its value in use and is dete,mined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognised in profit or loss.

A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss.

2.9 Financial instruments

Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when the entity becomes party to the contractual provisions of the instruments.

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVPL"), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Trade receivables are measured at the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third party, if the trade receivables do not contain a significant financing component at initial recognition.

Subsequent measurement

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the contractual cash flow characteristics of the asset. The three measurement categories for classification of debt instruments are amortised cost, fair value through other comprehensive income ("FVOCI") and FVPL.

Financial assets that are held for the collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit or loss when the assets are derecognised or impaired, and through the amortisation process.

Equity instruments

On initial recognition of an investment in equity instrument that is not held for trading, the Company may irrevocably elect to present subsequent changes in fair value in other comprehensive income which will not be reclassified subsequently to profit or loss. Dividends from such investments are to be recognised in profit or loss when the Company's right to receive payments is established. For investments in equity instruments which the Company has not elected to present subsequent changes in fair value in other comprehensive income, changes in fair value are recognised in profit or loss.

Derecognition

A financial asset is derecognised where the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income for debt instruments is recognised in profit or loss.

Financial liabilities

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value plus in the case of financial liabilities not at FVPL, directly attributable transaction costs.

Subsequent measurement

After initial recognition, financial liabilities that are not carried at FVPL are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. On derecognition, the difference between the carrying amounts and the consideration paid is recognised in profit or loss.

Offsetting of financial instruments

A financial asset and a financial liability shall be offset and the net amount presented in the statement of financial position when, and only when, an entity:

(a) currently has a legally enforceable right to set off the recognised amounts; and

(b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

2.10 Impairment of financial assets

The Company recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at FVPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is recognised for credit losses expected over the remaining life of the exposure, irrespective of timing of the default (a lifetime ECL).

For trade receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment which could affect debtors' ability to pay.

The Company considers a financial asset in default when contractual payments are 360 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

2.11 Cash and cash equivalents

Cash and cash equivalents comprise cash at banks and bank deposit, which are subject to an insignificant risk of changes in value.

2.12 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2.13 Employee benefits

Defined contribution plan

The Company makes contributions to the Central Provident Fund scheme in Singapore, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which the related service is performed.

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

NOTES TO THE FINANCIAL STATEMENTS
For the Financial year ended 31 March 2026

2.14 Revenue

Revenue is measured based on the consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Revenue is recognised when the Company satisfies a performance obligation by transferring a promised good or service to the customer, which is when the customer obtains control of the good or service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

Revenue from sales of services

The Company provides marketing and sales support services to immediate holding company. Revenue from rendering of the marketing and sales support services is recognised when the services have been performed and rendered.

2.15 Taxes

Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences at the end of the reporting date between the bases ofassets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are off set, if a legally enforceable right exist to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Goods and Service Tax ("GST")

Revenues, expenses and assets are recognised net of the amount of sales tax except:

(i) where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

(ii) receivables and payables that are stated with the amount of sales tax included.

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

2.16 Share capital

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

2.17 Related parties

A related party is defined as follows:

(a) A person or a close member of that person's family is related to the Company if that person:

(i) has control or joint control over the Company;

(ii) has significant influence over the Company; or

(iii) is a member of the key management personnel of the Company or ofa parent of the Company.

(b) An entity is related to the Company if any of the following conditions applies:

(i) the entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).

(ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

(iii) both entities are joint ventures of the same third party.

(iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity.

(v) the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company.

(vi) the entity is controlled or jointly controlled by a person identified in (a).

(vii) a person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

(viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Company or to the parent of the Company.

3. Significant accounting judgements and estimates

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of each reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

3.1 Judgments made in applying accounting policies

Management is of the opinion that there are no significant judgements (other than those involving estimates as disclosed in Note 3.2 below) that have a significant effect on the amounts recognised in the financial statements.

3.2 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period are discussed below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Impairment of investment in subsidiaries

The Company follows the guidance of FRS 36 Impairment of Assets on determining whether investment in subsidiaries is impaired. This determination requires significant judgement and estimate. The Company evaluates, among other factors, the duration and extent to which the fair

value of an investment is less than its cost and the financial health of the near-term business outlook for the investment, including factors such as industry and sector performance, changes in technology and operational and financing cash flow.

The carrying amount of the Company's investment in a subsidiary as at 31 March 2026 was US$15,101,485 (2025: US$14,622,385).

4. Revenue

	2026	2025
	US$	US$
Over time		
Rendering of Services	**192,102**	-

5. Other operating income

	2026	2025
	US$	US$
Interest income	**8,588**	41,491
Dividends income	**2**	2
Reversal ofimpairement loss on trade receivables (note 12)	**-**	16,552
	8,590	58,045

6. Other expenses

	2026	2025
	US$	US$
Foreign exchange difference, net	**2,934**	592

7. Profit/(Loss) before tax

Profit before tax has been arrived at after charging!(crediting):

	2026	2025
	US$	US$
Commission expenses	**-**	24,000
Interest income	**(8,588)**	(41,491)
Reversal of impairement loss on trade receivables (note 12)	**-**	(16,552)

8. Income tax expense

The major components of income tax expense recognised in profit or loss for the years ended 31 March 2026 and 2025 were:

	2026	2025
	US$	US$
Current income tax		
- current year	**-**	-

Relationship between accounting loss and tax expense

A reconciliation between tax expense and the product of accounting loss multiplied by the applicable corporate tax rate for the financial years ended 31 March 2026 and 2025 were as follows:

	2026	2025
	US$	US$
Profit before tax	**23,120**	2,498
Tax at the applicable tax rate of 17% (2025:17%)	**3,930**	425
Utilisation of tax losses	**(3,930)**	(425)
Income tax expense	**-**	-

As at 31 March 2026, the Company has unutilised tax losses amounting to approximately US$277,070 (2025: US$281,000), which are available for offset against future taxable profits, subject to agreement by the tax authorities in the Singapore. The tax losses have no expiry date.

Deferred tax assets have not been recognised as there is no certainty that there will be sufficient future taxable profits to realise these future benefits. Accordingly, the deferred tax assets have not been recognised in the financial statements.

9. Intangible assets

	Computer software	TOTAL
	US$	US$
Cost		
At 1 Apri l 2024 and 31 March 2025		
Additions	**5,189**	5189
At 31 March 2026	**5,189**	5189
Accumulated amortisation		
At 1 Apri l 2024, 31 March 2025 and 31 March 2026		
Carrying amount		
At 31 March 2025		
At 31 March 2026	**5,189**	5189

During the financial year the Company acquired computer software with an aggregate cost ofUS$5,189. The cash outflow on acquisition of intangible assets in 2026 amounted to US$5,189 (2025: US$ Nil).

10. Investment in a subsidiaries

	2026	2025
	US$	US$
Unquoted shares, at cost		
At the beginning of the financial year	**29,982,385**	25,642,663
Addition	**479,100**	4,339,722
	30,461,485	29,982,385
Less: Allowance for impairment losses	**(15,360,000)**	(15,360,000)
At the end of the financial year	**15,101,485**	14,622,385

The movement in allowance for impairment losses of investment in subsidiaries was as follows:

	2026	2025
	US$	US$
At beginning and end of the year	**15,360,000**	15,360,000

The details of the subsidiaries at are as follow:

Name of Subsidiary (Country of incorporation)	Principal activities	Proportion of equity held by the Company	
		2026 %	2025 %
PT Thermax International Indonesia (Indonesia)	Manufacture of component parts	**99.99**	99.99
Thermax Energy & Environment Philippines Corporation (Philippines)*	Marketing and sales of component parts	**100**	100
Thermax Sdn Bhd (Malaysia)	Marketing and sales of component parts	**100**	100
Thermax (Thailand) Limited	Marketing and sales of component parts	**99.99**	99.99

NOTES TO THE FINANCIAL STATEMENTS
For the Financial year ended 31 March 2026

*100% beneficial owner of Thermax Energy & Environment Philippines Corporation is Thermax Engineering Pte. Ltd. 5 individual are holding 1 share each in trust for beneficial owner to fulfil the local law requirement to have minimum 5 natural persons as members.

11. Financial assets, at FVOCI

	2026	2025
	US$	US$
Equity securities (unquoted)		
hermax Nigeria Limited	**-**	-

The Company has elected to measure the unquoted equity securities at FVOCI due to the Company's intention to hold these equity securities for long-term appreciation.

12. Trade and other receivables

	2026	2025
	US$	US$
Trade receivables		
- third parties	**79,930**	79,930
- holding company	**52,782**	(79,930)
Less: Allowance for expected credit losses	**52,782**	
Other receivables		
Dividend receivables	**4**	2
Prepayments	**12,068**	7,421
	12,072	7,423
Total trade and other receivables	**64,854**	7,423

Trade receivables are unsecured, non-interest bearing and generally on 30 to 90 (2025: 30 to 90) days' credit terms.

The movement in allowance for expected credit losses of trade receivables computed based on lifetime ECL was as follows:

	2026	2025
	US$	US$
Balance at beginning of year	**79,930**	96,482
Reversal during the year	**-**	(16,552)
Balance at end of year	**79,930**	79,930

The currency profile of the Company's trade and other receivables at the end of the reporting period are as follows:

	2026	2025
	US$	US$
United States Dollar	**52,786**	2
Singapore dollar	**12,068**	7,421
	64,854	7,423

13. Cash and cash equivalents

	2026	2025
	US$	US$
Cash at banks	**49,018**	241,282
Fixed deposit	**150,814**	503,875
	199,832	745,157

Short-term fixed deposit bears interest at 3.15% (2025: 3.80%).

Included in cash at banks is an amount denominated in SGD amounted to US$8,230 (2025: US$7,882).

14. Share capital

	2026	2025	**2026**	2025
	Number of ordinary shares	Number of ordinary shares	**US$**	US$
Issued and paid-up capital				
At beginning of the financial year	**32,104,356**	27,484,356	**32,104,356**	27,484,356
Issuance of new shares		4,620,000		4,620,000
At end of financial year	**32,104,356**	32,104,356	**32,104,356**	32,104,356

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company.

On 4 April 2025 and 1 October 2025, the Company issued a total of 4,620,000 ordinary shares for a total consideration ofUSD 4,620,000 for cash to provide funds for general working capital purposes.

15. Trade and other payables

	2026	2025
	US$	US$
Trade payables		
- holding company	**72,349**	96,349
Other payables		
Accruals	**10,012**	12,737
	82,361	109,086

Trade payables are unsecured, non-interest bearing and normally settled within 30 (2025: 30) days' credit terms.

The currency profile of the Company's trade and other payables at the end of the reporting period are as follows:

	2026	2025
	US$	US$
United States dollar	**72,349**	96,349
Singapore dollar	**10,012**	12,737
	82,361	109,086

16. Significant related party transactions

In addition to the related party information disclosed elsewhere in the financial statements, the following transactions with related parties took place at terms agreed between the parties during the financial year:

	2026	2025
	US$	US$
Holding company		
Purchase of computer software	**5,189**	-
Purchase of management services		24,000
Rendering of management services	**192,102**	-
Related party		
Dividend income	**2**	2

Compensation of key management personnel

Key management personnel are those persons having the authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise) of the Company.

The Directors of the company are considered key management personnel of the company and they did not receive any remuneration from the Company during the financial year.

17. Financial risk management

The Company's activities expose it to a variety of financial risks from its operations. The key financial risks include credit risk and liquidity risk. The Company considered currency risk as not a key financial risk due to the insignificance of the quantum.

The directors review and agree policies and procedures for the management of these risks, which are executed by the management team. It is, and has been throughout the current and previous financial year, the Company's policy that no trading in derivatives for speculative purposes shall be undertaken.

The following sections provide details regarding the Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

There has been no change to the Company's exposure to these financial risks or the manner in which it manages and measures the risks.

Credit risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in a loss to the Company. The Company's exposure to credit risk arises primarily from trade and other receivables. For other financial assets (including cash), the Company minimises credit risk by dealing exclusively with high credit rating counterparties.

The Company has adopted a policy of only dealing with creditworthy counterparties. The Company performs ongoing credit evaluation of its counterparties' financial condition and generally do not require a collateral.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

The Company has determined the default event on a financial asset to be when internal and/or external information indicates that the financial asset is unlikely to be received, which could include default of contractual payments due for more than 360 days, default of interest due for more than 30 days or there is significant difficulty of the counterparty.

To minimise credit risk, the Company has developed and maintained the Company's credit risk gradings to categorise exposures according to their degree of risk of default. The credit rating information is supplied by publicly available financial information and the Company's own trading records to rate its major customers and other debtors. The Company considers available reasonable and supportive forward-looking information which includes the following indicators:

- Internal credit rating
- External credit rating
- Actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the debtor's ability to meet its obligations Actual or expected significant changes in the operating results of the debtor
- Significant increases in credit risk on other financial instruments of the same debtor Significant changes in the expected performance and behaviour of the debtor, including changes in the payment status of debtors in the group and changes in the operating results of the debtor

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making contractual payment.

The Company determined that its financial assets are credit-impaired when:

- There is significant difficulty of the debtor
- A breach of contract, such as a default or past due event
- It is becoming probable that the debtor will enter bankruptcy or other financial reorganisation There is a disappearance of an active market for that financial asset because of financial difficulty
- The Company categorises a receivable for potential write-off when a debtor fails to make contractual payments more than 2 years past due. Financial assets are written off when there is evidence indicating that the debtor is in severe financial difficulty and the debtor has no realistic prospect of recovery.

The Company categorises a receivable for potential write-off when a debtor fails to make contractual payments more than 2 years past due. Financial assets are written off when there is evidence indicating that the debtor is in severe financial difficulty and the debtor has no realistic prospect of recovery.

The Company's current credit risk grading framework comprises the following categories:

Category	Definition of category	Basis for recognition of expected credit losses (ECL)
I	Counterparty has a low risk of default and does not have any past-due amounts.	12-month ECL
II	Amount is>30 days past due or there has been a significant increase in credit risk since initial recognition.	Lifetime ECL - not credit - impaired
III	Amount is >360 days past due or there is evidence indicating the asset is credit-impaired (in default).	Lifetime ECL – credit-impaired
IV	There is evidence indicating that the debtor is in severe financial difficulty and the debtor has no realistic prospect of recovery.	Amount is written off

The table below details the credit quality of the Company's financial assets, as well as maximum exposure to credit risk by credit risk rating categories:

	Category	12-month or lifetime ECL	Gross carrying amount	Loss allowance	Net carrying amount
			US$	US$	US$
31 March 2026					
Trade receivables	**Note I**	**Lifetime ECL (simplified)**	**132,712**	**(79,930)**	**52,782**
Other receivables	**1**	**12-month ECL**	**4**	**-**	**4**
31 March 2025					
Trade receivables	Note I	Lifetime ECL (simplified)	79,930	(79,930)	2
Other receivables*	1	12-month ECL	2	-	2

* Excluded prepayments

Trade receivables (Note 1)

For trade receivables, the Company has applied the simplified approach in FRS 109 to measure the loss allowance at lifetime ECL. The Company determines the ECL by using a provision matrix, estimated based on historical credit loss experience based on the past due status of the debtors, adjusted as appropriate to reflect current conditions and estimates of future economic conditions. Accordingly, the credit risk profile of trade receivables is presented based on their past due status in terms of the provision matrix.

NOTES TO THE FINANCIAL STATEMENTS
For the Financial year ended 31 March 2026

	Days past due					
	Not past due	1 to 30	31 to 60	61 to 90	91 and above	Total
	US$	US$	US$	US$	US$	US$
31 March 2026						
Trade receivables	**52,782**	**-**	**-**	**-**	**79,930**	**132,712**
ECL	**-**	**-**	**-**	**-**	**(79,930)**	**(79,930)**
	52,782	**-**	**-**	**-**	**-**	**52,782**
31 March 2025						
Trade receivables	-	-	-	-	79,930	79,930
ECL	-	-	-	-	(79,930)	(79,930)
	-	-	-	-	-	-

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

Exposure to Credit Risk

The Company does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics except for outstanding trade receivables from 2 (2025: 2) customers which represent 60% (2025: 100%) of total trade receivables balance as at 31 March 2026.

Other receivables and amount due from holding company

The Company assessed the latest performance and financial position of the counterparties, adjusted for the future outlook of the industry in which the counterparties operate in, and concluded that there has been no significant increase in the credit risk since the initial recognition of the financial assets. Accordingly, the Company measured the impairment loss allowance using 12-month ECL and determined that the ECL is insignificant.

Liquidity risk

Liquidity risk refers to the risk that the Company will encounter difficulties in meeting its short-term obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. It is managed by matching the payment and receipt cycles. The Company finances its working capital requirements through a combination of funds generated from operations and financing from holding company, if necessary. The directors are satisfied that funds are available to finance the operations of the Company.

Analysis of financial liabilities by remaining contractual maturities

Analysis of financial liabilities by remaining contractual maturities
The table below summarises the maturity profile of the Company's financial liabilities at the reporting date based on contractual undiscounted repayment obligations.

	Less than 1 year	Between 1 and 5 years	Total
	US$	US$	US$
31 March 2026			
Trade and other payables	**10,012**	**72,349**	**82,361**
	10,012	**72,349**	**82,361**
31 March 2025			
Trade and other payables	36,737	72,349	109,086
	36,737	72,349	109,086

18. Financial instruments by category

At the reporting date, the carrying amounts of the different categories of financial instruments were as follows:

	2026	2025
	US$	US$
Financial assets measured at amortised cost		
Trade and other receivables* (Note 12)	**52,786**	2
Cash and cash equivalents (Note 13)	**199,832**	745,157
Total financial assets measured at amortised cost	**252,618**	745,159
Financial assets measured at FVOCI		
Financial assets, at FVOCI (Note 11)	**-**	-
Financial liabilities measured at amortised cost		
Trade and other payables (Note 15)	**82,361**	109,086
Total financial liabilities measured at amortised cost	**82,361**	109,086

* Excluded prepayments

Fair value hierarchy

The Company categorises fair value measurements using a fair value hierarchy that is dependent on the valuation inputs used as follows:

Level 1 - Quoted prices (unadjusted) in active market for identical assets or liabilities that the Company can access at the measurement date,

liability, either directly or indirectly, and

Level 3 - Unobservable inputs for the asset or liability

Fair value measurements that use inputs of different hierarchy levels are categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Assets measured at fair value

The following table shows an analysis of each class of assets measured at fair value at the reporting date:

	Fair value measurements at the reporting date using			
	Quoted prices in active markets for identical instruments (Level 1)	Significant observable inputs other than quoted prices (Level 2)	Significant unobservable inputs (Level 3)	Total
	US$	US$	US$	US$
31 March 2026				
Financial assets				
At FVOCI – non-listed equity instruments (Note 11)	**-**	**-**	**1**	**1**
31 March 2025				
Financial assets				
At FVOCI – non-listed equity instruments (Note 11)	-	-	1	1

The fair value of the financial assets, at FVOCI representing the investments, which are classified as Level 3 as management is able to obtain the observable data directly from the fund manager, such as financial statements on a yearly basis for the identification of the fair value for the financial assets, at FVOCI.

Fair value of financial instruments that are not carried at fair value

The carrying amount of the current financial assets that are not carried at fair value approximate their respective fair values as at the end of the reporting period due to the relatively short-term maturity of these financial instruments.

Fair value of financial instruments carried at fair value

The Company has no financial assets and financial liabilities carried at fair value as at 31 March 2026 and 2025.

19. Capital management

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and net current asset position in order to support its business and maximise shareholder value. The capital structure of the Company comprises issued share capital and retained earnings.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made to the objectives, policies or processes during the financial years ended 31 March 2026 and 31 March 2025.

Thermax Energy & Environment Philippines Corporation

(A Subsidiary of Thermax Engineering Singapore Pte. Ltd.)

Board of Directors

Swapnil Dhumane
Rabindranath Pillai
Sandeep Mandke
Ramil E Bugayong
Patrick Arcellana

Registered Office

Unit 4028, 40th floor, PBCOM Tower,
6795 Ayala Ave. Corner Rufino,
Makati City 1226, Metro Manila, Philippines

Auditors

PUNONGBAYAN & ARAULLO
Chartered Accountants
20th Floor, Tower 1 The Enterprise
Center 6766 Ayala Avenue
1200 Makati City Philippines

Bankers

Citi Bank,NA

INDEPENDENT AUDITOR'S REPORT

The Board of Directors and the Stockholders

Thermax Energy & Environment Philippines Corporation

Report on the Audit of the Financial Statement

Opinion

We have audited the financial statements of Thermax Energy & Environment Philippines Corporation (the Company), which comprise the statement of financial position as at March 31, 2026, and the statement of income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statement, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2026, and its financial performance and its cash flows for the year then ended in accordance with Philippine Financial Reporting Standard for Small Entities Accounting Standards (PFRS for SEs).

Basis for Opinion

We conducted our audit in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audit of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Matter

The financial statements of the Company as of and for the year ended March 31, 2025, were audited by other auditors whose report, dated April 26, 2025, expressed an unqualified opinion on those financial statements. We were not engaged to audit, review or apply any procedures to the 2025 financial statements of the Company. Accordingly, we do not express an opinion or any other form of assurance on the 2025 financial statements of the Company taken as a whole.

Responsibilities of Management and Those Charged with Governance for the Financial Statement

Management is responsible for the preparation and fair presentation of the financial statement in accordance with PFRS for SEs, and for such internal control as management determines is necessary to enable the preparation of financial statement that are free from material misstatement, whether due to fraud or error.

In preparing the financial statement, 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statement as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statement.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' 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 statement, including the disclosures, and whether the financial statement 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.

Report on Other Legal and Regulatory Requirements

Our audit was conducted for the purpose of forming an opinion on the basic financial statement taken as a whole. The supplementary information for the year ended March 31, 2026 required by the Bureau of Internal Revenue as disclosed in Note 17 to the financial statements is presented for purposes of additional analysis and is not a required part of the basic financial statements prepared in accordance with PFRS for SEs. Such supplementary information is the responsibility of management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statement taken as a whole.

PUNONGBAYAN & ARAULLO

Edcel U. Costales
Partner
CPA Reg. No. 0134633 TIN 274-543-395
PTR No. 10770757, January 6, 2026, Makati City SEC Group A Accreditation

Partner - No. 134633-SEC (until financial period 2026) Firm - No. 0002 (until financial period 2030)

BIR AN 08-002551-045-2025 (until November 11, 2028)
BOA/PRC Cert. of Reg. No. 0002/P-017 (until August 12, 2027)

April 30, 2026

Thermax Energy & Environment Philippines Corporation

(A Subsidiary of Thermax Engineering Singapore Pte. Ltd.)

Statement of Financial Position
As on March 31, 2026
(With Comparative Figure for 2025)

	Note No	As at March 31, 2026		As at March 31, 2025	
		PHP	Rs Lacs	PHP	Rs Lacs
ASSETS					
Current Assets					
Cash and Cash Equivalents	3	**34,856,141**	**548.03**	33,620,942	501.93
Trade and other receivables	4	**5,656,324**	**88.93**	5,576,267	83.25
Prepayments and other current assets	5	**1,527,949**	**24.02**	609,222	9.10
Security deposits	6	**586,980**	**9.23**	346,980	5.18
Total Currents Assets		**42,627,394**	**670.22**	40,153,411	599.45
Non-current Assets					
Security deposits	6	**350,714**	**5.51**	430,000	6.42
TOTAL ASSETS		**42,978,108**	**675.73**	40,583,411	605.87
LIABILITIES AND EQUITY					
Current Liabilities					
Accruals and other payables	8	**1,180,831**	**18.57**	1,509,896	22.54
Income tax payable		**70,617**	**1.11**	32,763	0.49
		1,251,448	**19.68**	1,542,659	23.03
Non Current Liabilities					
Deferred tax liability	15	**124,511**	**1.96**	161,697	2.41
Total Liabilities		**1,375,959**	**21.63**	1,704,356	25.44
Equity					
Capital stock	11	**49,000,000**	**770.41**	49,000,000	731.52
Deficit		**(7,397,851)**	**(116.31)**	(10,120,945)	(151.10)
Total Equity		**41,602,149**	**654.10**	38,879,055	580.43
TOTAL LIABILITIES AND EQUITY		**42,978,108**	**675.73**	40,583,411	605.87

See accompanying Notes to Financial Statements.

Statement of Income
For the year ended March 31, 2026
(With Comparative Figure for the year from April 1, 2024 to March 31, 2025)

	Note No	Year ended March 31,			
		2026		2025	
		PHP	Rs Lacs	PHP	Rs Lacs
Revenues	2	**20,767,541**	**326.52**	16,309,667	243.49
Cost of Services	12	**15,742,238**	**247.51**	12,255,049	182.96
Gross Income		**5,025,303**	**79.01**	4,054,618	60.53
Operating expenses and Administrative expnese	13	**3,153,694**	**49.58**	3,420,074	51.06
Profit (Loss) From Operations		**1,871,609**	**29.43**	634,544	9.47
Other Income	11	**1,422,290**	**22.36**	1,317,037	19.66
Loss Before Income Tax		**3,293,899**	**51.79**	1,951,581	29.14
Provision For (Benefit From) Income Tax	15	**570,805**	**8.97**	668,587	9.98
Net Profit/ (Loss)		**2,723,094**	**42.81**	1,282,994	19.15
Total Comprehensive Profit/ (Loss)		**2,723,094**	**42.81**	1,282,994	19.15

See accompanying Notes to Financial Statements.

Statement of Cash Flows
FOR THE YEAR ENDED MARCH 31, 2026
(With Comparative Figure for the year ended March 31, 2025)

		Year ended March 31,			
		2026		2025	
		PHP	Rs Lacs	PHP	Rs Lacs
CASH FLOWS FROM OPERATING ACTIVITIES					
Income / (loss) before income tax		**3,293,899**	**51.79**	1,951,581	29.14
Adjustment for :					
Unrealized gain on foreign exchange	11	**622,554**	**9.79**	808,486	12.07
Interest income	3, 11	**(337,447)**	**(5.31)**	(225,615)	(3.37)
Operating loss before working capital changes		**3,579,006**	**56.27**	2,534,452	37.84
Decrease / (Increase) in:					
Trade and other receivables		**(233,568)**	**(3.67)**	12,817,818	191.36
Prepayments and other current assets		**(918,727)**	**(14.44)**	523,548	7.82
Security Deposit		**(160,714)**	**(2.53)**	(190,000)	(2.84)
Increase / (Decrease) in:					
Accruals and other payables		**(329,065)**	**(5.17)**	(944,002)	(14.09)
Net cash generated from / (used for) operations		**1,936,932**	**30.45**	14,741,816	220.08
Interest received		**337,447**	**5.31**	225,615	3.37
Income tax paid		**(570,137)**	**(8.96)**	(616,027)	(9.20)
Net cash provided by / (used in) operating activites		**1,704,242**	**26.80**	14,351,404	214.25
EFFECT OF EXCHANGE RATE CHANGES ON CASH		**(469,043)**	**(7.37)**	(243,269)	(3.63)
NET INCREASE (DECREASE) IN CASH		**1,235,199**	**19.42**	14,108,135	210.62
CASH AT BEGINNING OF YEAR		**33,620,942**	**528.61**	19,512,807	291.31
CASH AT END OF YEAR		**34,856,141**	**548.03**	33,620,942	501.93

See accompanying Notes to Financial Statements

Exchange Rate :as at 31 March 2026 is 1 PHP = 1.572

Exchange Rate :as at 31 March 2025 is 1 PHP = 1.493

Statement of Equity
FOR THE YEAR ENDED MARCH 31, 2026
(With Comparative Figure for the year April 1, 2024 to March 31, 2025)

	(Note 11) Capital Stock		Deficit		Total	
	PHP	Rs Lacs	PHP	Rs Lacs	PHP	Rs Lacs
For the year Ended March 31, 2026						
Balances at beginings of year	**49,000,000**	**727.02**	**(10,120,945)**	**(159.13)**	**38,879,055**	**567.89**
Net Income / (Loss)	**-**	**-**	**2,723,094**	**42.81**	**2,723,094**	**42.81**
Balance at end of year	**49,000,000**	**770.41**	**(7,397,851)**	**(116.31)**	**41,602,149**	**654.10**
For the year Ended March 31, 2025						
Balances at beginings of year	49,000,000	731.52	(11,403,939)	(170.25)	37,596,061	561.27
Net Income / (Loss)	-	-	1,282,994	19.15	1,282,994	19.15
Balance at end of year	49,000,000	731.52	(10,120,945)	(151.10)	38,879,055	580.43

See accompanying Notes to Financial Statements

Thermax Energy & Environment Philippines Corporation
(A Subsidiary of Thermax Engineering Singapore Pte. Ltd.)

Notes to Financial Statements

1. GENERAL INFORMATION

1.1 Corporation Information

Thermax Energy & Environment Philippines Corporation (the Company) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on August 19, 2016. The Company is primarily involved into marketing and sales support services to Thermax Ltd. and its group companies to negotiate and finalize order terms with customers and sell its products/industrial equipment such as boilers, heaters, water and waste water treatment plants, air pollution control equipment, chemicals, absorption chillers, geothermal plants, solar based systems & power plants etc., support customers in installation, commissioning of equipment, sell spare parts and provide after-sales and related services to third-party customers in Philippines.

The Company is a wholly owned subsidiary of Thermax Engineering Singapore Pte. Ltd. (the Parent Company). The Company's ultimate parent company is RDA Holdings Pvt. Ltd. (RDA) which was incorporated under the laws of India.

The Parent Company was incorporated primarily to function as a holding and regional operations company for the Company's energy and environmental engineering businesses in Southeast Asia and the Company's ultimate parent company operates as an investment holding and financial services entity, engaged in holding and managing investments in group entities.

The Company's registered office is Unit 4028, Level 40, PBCom Tower, 6795 Ayala Avenue, corner V.A. Rufino St., Makati City. The registered office of the Parent Company is located at 80 Robinson Road, Singapore, 68898. The registered office of RDA is located at 501, 5th Floor, Marvel Alaina, Koregaon Park, Pune, Maharashtra, India, 411001.

The Company has two (2) employees as at March 31, 2026 and 2025.

1.2 Approval of the Financial Statements

The financial statements of the Company as of and for the year ended March 31, 2026 (including the corresponding financial statements as of and for the year ended March 31, 2025) were authorized for issue by the Company's Board of Directors (BOD) on April 30, 2026.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies used in the preparation of the financial statements have been consistently applied to all the periods presented, unless otherwise stated.

2.1 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standard for Small Entities

The financial statements of the Company have been prepared in accordance with Philippine Financial Reporting Standard for Small Entities (PFRS for SEs). PFRS for SEs is adopted by the Financial and Sustainability Reporting Standards Council (FSRSC) from the pronouncements issued by the International Accounting Standards Board and approved by the Philippine Board of Accountancy (BOA).

The financial statements have been prepared using the measurement bases specified by PFRS for SEs for each type of assets, liabilities, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Functional and Presentation Currency

These financial statements are presented in Philippine pesos, the Company's functional and presentation currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the financial statements of the Company are measured using its functional currency. Functional currency is the currency of the primary economic environment in which the Company operates.

(c) Prior Period Reclassification of Account

In 2026, the Company reclassified security deposit amounting P430,000 from current to non-current asset. This was previously presented as current asset in the 2025 statement of financial position (see Note 6). Management has assessed that such reclassification had no effect on the statement of income, statement of changes in equity and statement of cash flows as at the beginning of the earliest comparative period.

2.2 Cash and Cash Equivalents

Cash and cash equivalents include cash in banks and short-term highly-liquid investments held to meet short-term investments commitments rather than for investment or other purposes (i.e., with original maturities of three months or less from the date of acquisition).

2.3 Trade and Other Receivables

This represents receivables from customers and related parties for services rendered and rolling advances to assignees for business-related expenses. Advances to officers and employees are initially measured at fair value and subsequently measured at amortized cost less any impairment loss.

Trade and other receivables are derecognized when the contractual rights to receive cash flows from the financial instruments expire, or when the financial assets and all substantial risks and rewards of ownership have been transferred to another party.

2.4 Prepayments and Other Current Assets

This includes prepaid expenses, input value-added tax (VAT) and deferred input VAT.

(a) Prepaid expenses

Prepaid expenses represent advance payments initially recorded as asset when paid. The portion of asset that have been used or expired during the period is charged to expense.

(b) Value-added tax

Revenues, expenses, and assets are recognized net of the amount of VAT, if applicable.

When VAT from sales of goods and/or services (output VAT) exceeds VAT passed on from purchases of goods or services (input VAT), the excess is recognized as payable in the statement of financial position. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sales of goods and/or services (output VAT), the excess is recognized as an asset in the statement of financial position to the extent of the recoverable amount.

2.5 Security Deposits

Security deposits represent rental deposit with the lessor for the condominium unit. These are measured initially at fair value and subsequently measured at amortized cost less any impairment loss.

2.6 Office Equipment

Office equipment is stated at historical cost less accumulated depreciation and any accumulated impairment losses.

The initial cost of property and equipment comprises its purchase price and any directly attributable costs of bringing the property and equipment to its working condition and location for its intended use. Expenditures incurred after the property and equipment have been put into operation, such as repairs and maintenance, are normally charged

Notes to Financial Statements

to the statements of income in the year in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance,

the expenditures are capitalized as an additional cost of property and equipment.

Depreciation commences once the property and equipment are available for use and is calculated on a straight-line method over the estimated useful life (EUL) of the asset. The estimated useful life of computer equipment is three (3) years.

The assets' EUL and depreciation method are reviewed periodically to ensure that the period and method of depreciation are consistent with the expected pattern of economic benefits from the items of office equipment.

An item of office equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the office equipment (calculated as the difference between the net disposal proceeds and the carrying amount of the property and equipment) is included in the statements of income for the year.

2.7 Impairment of Non-financial Assets

Prepayments and other current assets and office equipment are assessed at each reporting date to determine whether there is an indication that they are impaired.

When an impairment indicator is identified, the carrying value of the asset is tested for impairment. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use.

If an impairment indicator no longer exists or the recoverable amount has increased subsequently, the Company will determine the amount of impairment loss that can be reversed to the extent that the reversal should not result in a carrying amount of the asset that is higher had no impairment loss was recognized in the prior years.

2.8 Accruals and Other Payables

Accruals and other payables are present obligations on the basis of normal credit terms and do not bear interest. These are recognized in the period in which the related money, goods or services are received or when a legally enforceable claim against the Company is established or when the corresponding assets or expenses are recognized. The Company classifies a liability as current when it expects to settle the liability within 12 months after the reporting period.

Other payables represent reimbursement of business-related expenses incurred by the employees. These are initially measured at fair value and subsequently measured at amortized cost.

2.9 Provisions and Contingencies

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events; it is probable that a transfer of economic benefits will be required to settle the obligation; and the amount can be reliably estimated.

Provisions are measured at the present value of the amount expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

In those cases, where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the financial statements. Similarly, possible inflows of economic benefits to the Company that do not yet meet the recognition criteria of an asset are considered contingent assets, hence, are not recognized in the financial statements. On the other hand, any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognized as a separate asset not exceeding the amount of the related provision.

2.10 Revenue and Expense Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue and expense is recognized:

(a) Service Income – Service and commission income are recognized when services are rendered.

(b) Interest Income – Interest income is recognized as it accrues, net of final taxes.

(c) Other Income – Other income is recognized as it accrues.

Costs and expenses are recognized in profit or loss upon utilization of goods or services or at the date they were incurred. All finance costs are reported in profit or loss on an accrual basis.

2.11 Foreign Currency Transactions

The accounting records of the Company are maintained in Philippine pesos. Foreign currency transactions during the year are translated into the functional currency at exchange rates which approximate those prevailing on transaction dates.

Foreign currency gain or loss resulting from the settlement of such transaction at year-end exchange rates of monetary asset denominated in foreign currency is recognized in the statement of income.

2.12 Employee Benefits

(a) Short-term Benefits

The Company provides short-term benefits to its employees in the form of salaries and wages, 13th month pay, contributions to Social Security System (SSS)/Philippine Health Insurance Corporation (PHIC)/Home Development Mutual Fund (HDMF), bonuses and allowances that are presented under salaries, wages and employee benefits as part of expenses.

2.13 Leases – Company as Lessee

Leases applies to an agreement whereby the lessor conveys to the lessee in return for a payment or series of payments the right to use an asset for an agreed period of time.

A lessee shall recognize all lease payments as expense in profit or loss in the period in which they are incurred.

2.14 Income Tax

Current tax assets and liabilities comprise those claims from, or obligations to, fiscal authorities relating to the current or prior reporting period, that are uncollected or unpaid at the reporting date. They are recalculated according to the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the year. The Company does not apply the taxes payable method and instead accounts for income taxes using the deferred tax approach. All changes to current tax assets or liabilities are recognized as a component of tax expense in the income statement.

Deferred income tax is provided using the balance sheet liability method on all temporary differences, with certain exceptions, at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences and the carry forward of unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the deferred income tax asset can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all as part of the deferred tax assets to be utilized. Unrecognized deferred tax assets are reassessed at each end of the reporting period and are recognized to the extent that it has become probable that future taxable income will allow all or part of the deferred tax assets to be recovered.

Deferred tax assets and deferred tax liabilities are measured at the tax rate that is expected to apply to the period when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the financial reporting date.

2.15 Equity

Capital stock is measured at par value for all shares issued. Incremental costs incurred directly attributable to the issue of new shares are shown in the equity as a deduction from proceeds, net of tax. When the shares are sold at premium, the difference between the proceeds at the par value is credited to "Additional paid-in capital" account. Direct costs incurred related to equity issuance are chargeable to "Additional paid-in capital" account. If additional paid-in capital is not sufficient, the excess is charged against retained earnings.

Deficit include all current and prior period results of operation as reported in the statement of income, net of any dividend declaration.

3. Cash and Cash Equivalents

The details of cash and cash equivalents are as follows:

(Amounts in PHP)

	2026	2025
Cash in banks	**4,988,641**	6,160,142
Advances to suppliers	**29,867,500**	27,460,800
	34,856,141	33,620,942

Cash in banks generally earns interest at rates based on daily bank deposit rates. Short-term placements are made for varying period of between 30 to 90 days and earned effective interest of 0.90% to 1.70% in both years. Interest earned on the bank deposits and short-term placements are presented as Interest income under Other Income – Net account in the statements of income (see Note 11). Interest receivable arising from short-term placements are presented under Trade and Other Receivables in statements of financial position (see Note 4).

4. Trade and Other Receivables

(Amounts in PHP)

	Notes	**2026**	2025
Trade receivables: Related parties			
Related parties	9	**5,394,221**	4,742,470
Third parties		**276,976**	276,976
Advances to officers and employees		**160,001**	518,900
Interest receivable	3	**70,736**	96,998
Receivable from officer and employee		**-**	19,893
Other receivables		**31,366**	198,006
		5,933,300	5,853,243
Allowance for bad debts		**(276,976)**	(276,976)
		5,656,324	5,576,267

Advances to officers and employees represent rolling advances of assignees subject to liquidation.

5. Prepayments and Other Current Assets

This account consists of:

(Amounts in PHP)

	2026	2025
Prepaid expenses	**1,480,648**	441,995
Deferred input VAT	**44,320**	20,797
Advances for liquidation	**2,981**	2,981
Input VAT	**-**	143,449
	1,527,949	609,222

Prepaid expenses are composed of prepaid rent, insurance, educational assistance and business permits.

The deferred input VAT pertains to input VAT on the purchase of applicable services that are still outstanding at end of the financial reporting period which will be claimed as a tax credit against output VAT upon payment of the related liability.

Input VAT represents VAT imposed on the Company by its suppliers for the acquisition of goods and services as required by Philippine taxation laws and regulations.

6. Security Deposits

This account consists of two (2) months security deposits on lease contracts to the following lessors:

(Amounts in PHP)

	Note	**2026**	2025 [As Restated – see Note 2.1(c)]
Current:			
Regus PLT Centre Inc.	16	**346,980**	346,980
Dennis Garces		**240,000**	–
		586,980	346,980

	Note	2026	2025 [As Restated – see Note 2.1(c)]
Non-current:			
Maria Angela Ferrer	16	190,000	190,000
KNP Beacon Transport		**160,714**	-
Dennis Garces		**-**	240,000
		350,714	430,000
		937,694	776,980

Dennis Garces and Maria Angela Ferrer pertain to security deposit for residential leases with a term of three years. These deposits are expected to be recovered upon termination of the respective lease contracts, subject to compliance with lease conditions.

KNP Beacon Transport pertains to security deposit for car rental entered into during the year for a term of three years.

7. Office Equipment

Cost of office equipment amounted to P19,643 with accumulated depreciation of P19,643 resulting to nil net book value as at March 31, 2026 and 2025. Depreciation expense amounted to nil in 2026 and 2025. There were no acquisitions, write-offs nor disposals of office equipment in 2026 and 2025.

8. Accruals and Other Payables

This account consists of:

(Amounts in PHP)

	2026	2026
Payable to government	**544,675**	462,288
Advances from officers and employees	**330,146**	75,000
Accrued expenses	**150,002**	422,875
Output VAT	**114,398**	-
Advances from customer	**28,174**	28,175
Deferred output VAT	**13,436**	521,558
	1,180,831	1,509,896

Deferred output VAT represents VAT on trade receivables that are payable upon collection from customers.

Output VAT payable is the VAT payable to the government from the collection from the customers and due for remittance to the government.

9. Related Party Transactions

Related party transactions are made under the normal course of business. Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions and the parties are subject to common control or common significant influence. Related parties may be individuals or corporate entities.

The Company, in the normal course of business, has transactions with affiliates. The Company's relationships with the related parties are disclosed below:

Related Party	Relationship
Thermax Limited	Entity under the common control of the Ultimate Parent Company

Significant transactions of the Company in the normal course of business with related parties are described below. Amount/Volume relates to the amount affecting the profit or loss of the Company. Outstanding balance is inclusive of the VAT receivable from the affiliates. Transactions are generally settled in cash, unless otherwise stated.

Category	Amount/ Volume	Outstanding Balance	Terms	Conditions
Thermax Limited				
Marketing and Sales Support Services				
2026	**20,767,541**	5,394,221	Non-interest bearing, 30-days	Unsecured, no impairment
2025			Non-interest bearing, 30-days	Unsecured, no impairment
	6,309,667	4,742,470		

The Company has raised sales invoices with Thermax Limited for the provisioning

of marketing and sales support services. The Company billed its affiliates at operating expenses plus mark-up rate of 10% (effective October 2023) for the years ended March 31, 2026 and 2025, respectively.

9.1 Key management personnel compensation

The key management personnel compensation includes salaries, social contribution, de minimis and bonuses for the years ended March 31, 2026 and 2025 and amounted to nil as the Company's accounting and administrative functions are handled by the Parent Company.

10. Capital Lock

The Company's share capital as at March 31, 2026 and 2025 consists of:

	2026	2025
Common shares – P100 par value		
Authorized		
– 900,000 shares	**90,000,000**	90,000,000
Issued and outstanding		
– 490,000 shares	**49,000,000**	49,000,000

The Company has only one shareholder owning 100 or more shares as at March 31, 2026 and 2025.

11. Other Income (Net)

This account consists of:

(Amounts in PHP)

	Note	2026	2025
Realized gain on foreign exchange		**1,707,397**	1,899,908
Unrealized loss on foreign exchange – net		**(622,554)**	(808,486)
Interest income	3	**337,447**	225,615
		1,422,290	1,317,037

Thermax Energy & Environment Philippines Corporation
(A Subsidiary of Thermax Engineering Singapore Pte. Ltd.)

12. Cost of Services

This account consists of:

(Amounts in PHP)

	Note	2026	2025
Payroll and other related expenses		**5,527,337**	3,338,672
Rent	16	**2,976,117**	2,355,160
Fringe benefit		**2,831,575**	2,194,859
Transportation and travel		**1,551,725**	1,585,852
Fringe benefit tax		**1,524,694**	1,181,847
Vehicle rental		**1,198,097**	642,071
Communication		**93,444**	74,663
Printing and office supplies		**15,938**	75,531
Courier		**9,252**	18,633
Others		**14,059**	787,761
		15,742,238	12,255,049

13. Operating Expenses

This account consists of:

(Amounts in PHP)

	2026	2025
Professional fees	**2,416,305**	1,699,811
Advertising	**330,150**	669,457
Repairs and maintenance	**96,800**	1,844
Taxes and licenses	**72,393**	73,693
Insurance	**48,011**	89,163
Bank charges	**15,500**	23,199
Others	**174,535**	862,907
	3,153,694	3,420,074

14. Foreign-Currency Denominated Assets

This account consists of:

(Amounts in PHP)

	2026	2025
Current Assets:		
Cash in banks	**72,346**	27,345
Trade receivables	**88,797**	83,218
	161,143	*110,563*
Year-end exchange rate	**60.75**	*57.21*
Peso equivalent	**9,789,437**	6,325,309

Foreign exchange gain (loss) charged to operations is as follows:

	2026	2025
Unrealized foreign exchange gain (loss):		
Cash in banks	**(469,043)**	(808,486)
Trade receivables	**(153,511)**	-
Realized foreign exchange gain - net	**1,707,397**	1,899,908
	1,084,843	1,091,422

15. Income Taxes

This account consists of:

(Amounts in PHP)

	2026	2025
Current tax expense:		
Regular corporate income tax (RCIT) at 20%	**557,374**	603,668
Final tax at 20% and 15%	**50,617**	45,123
	607,991	648,791
Deferred tax expense (income) relating to original and reversal of temporary differences	**(37,186)**	19,796
	570,805	668,587

a) *Current income tax*

In 2026 and 2025, the Company is subject to minimum corporate income tax (MCIT), which is computed at 2% of gross income, net of allowable deductions as defined under the tax regulation or to regular corporate income tax (RCIT), whichever is higher. No MCIT was reported in 2026 and 2025 as the RCIT was higher than MCIT in both years.

b) *Deferred income tax and liabilities*

The Company's deferred tax liability as at March 31, 2026 and 2025 are as follows:

(Amounts in PHP)

	2026	2025
Unrealized foreign exchange gains - net	**(124,511)**	(161,697)

The reconciliation between the tax computed at statutory income tax rates to provision for income tax follows:

(Amounts in PHP)

	2026	2025
Tax on pretax income at 20%	658,780	390,316
Tax effects of:		
Interest income subjected to final tax	**(92,062)**	(45,123)
Nondeductible expense	**4,087**	323,394
Provision for income tax	**570,805**	668,587

16. COMMITMENT AND CONTINGENCIES

16.1 Operating Leases

The Company is a lessee under a lease agreement with a third party for its office spaces. The lease agreement is for a period of one year and is automatically renewed, unless terminated with due notice by either party. At the inception of the lease, the Company paid to the lessor security deposit which will be returned to the Company at the termination of the contract. As at March 31, 2026 and 2025, the Company has security deposit amounting to P346,980 in both years which is presented under Security Deposit in the statements of financial position (see Note 6).

The rent expense recognized under these operating leases amounted to P2,976,117 and P2,355,160 in 2026 and 2025, respectively, which is presented as part of Cost of Services in the statements of income (see Note 12). As at March 31, 2026 and 2025, the minimum lease commitment over the next year for the lease amounted to P1,505,760 in both years.

16.2 Others

There are other commitments and contingent liabilities that arise in the normal course of the Company's operations which are not reflected in the financial statements. As of March 31, 2026 and 2025, management is of the opinion that losses, if any, from these commitments and contingencies will not have material effects on the Company's financial statements.

17. Supplementary Information Required by the Bureau of Internal Revenue (BIR)

Presented below and in the succeeding page is the supplementary information which is required by the BIR under Revenue Regulations (RR) No. 15-2010 and RR No. 34-2020 to be disclosed as part of the notes to financial statements. This supplementary information is not a required disclosure under PFRS for SEs.

17.1 Requirements Under RR No. 15-2010

(a) Output VAT

The Company declared output VAT amounting to P2,492,105 related to service revenue recognized amounting to P20,767,541 in 2026.

The outstanding VAT payable amounting P114,398 is presented under Accruals and Other Payable in the 2026 statement of financial position.

(b) Input VAT

The movements in input VAT in 2026 are summarized below.

	(Amounts in PHP)
Balance at beginning of year	143,449
Purchase of services	983,229
Applied against output VAT	(1,126,678)
Balance at end of year	-

(c) Taxes on importation

The Company did not have importations in 2026.

(d) Excise Tax

The Company has no transactions that are subject to excise tax.

(e) Documentary Stamp Tax (DST)

The Company has no transactions that are subject to DST.

(f) Taxes and licenses

For the fiscal year ended March 31, 2026, the Company incurred P72,393 related to business permits.

(g) Withholding Taxes

The details of total withholding taxes for the year ended March 31, 2026 are as follows:

	(Amounts in PHP)
Compensation	898,498
Expanded	361,932
Fringe benefit	1,524,694
	2,785,124

The Company did not have any transactions in 2026, which are subjected to final withholding tax.

(h) Deficiency Tax Assessment and Tax Cases

As at March 31, 2026, the Company currently has final assessment notice covering the taxable year 2023 amounting P4,678,078 indicating the Company does not have any final deficiency tax deficiency taxes in income taxes, VAT, fringe benefit and withholding taxes. This assessment was duly received with Formal Letter of Demand and are currently being protested. The Company is confident that it will be resolved in its favor since management has available documents to show that the various taxes covered by such assessment have been properly computed, reported, and paid.

Aside from the aforementioned, the Company does not have any other final deficiency tax assessments with the BIR nor tax cases outstanding or pending in courts or bodies outside the BIR in any of the open taxable years.

17.2 Requirements Under RR No. 34-2020

RR No. 34-2020 prescribes the guidelines and procedures on the submission of BIR Form No. 1709, transfer pricing documentation and other supporting documents for related party transactions. The Company is not covered by these requirements as the Company did not fall in any of the categories identified under Section 2 of RR No. 34-2020.

THERMAX NIGERIA LIMITED

Board of Directors
Rabindranath Pillai
Sandeep Mandke

Corporate Office
15, CIPM Avenue
Central Business District
Alausa
Ikeja
Lagos

Independent Auditors
BDO Professional Services
ADOL House, 15 CIPM Avenue
Central Business District
Alausa
Ikeja
Lagos

Company Secretary
Tinubu Associates Unlimited
Lagos Office, ADOL House, 15 CIPM Avenue
CBD, Alausa, Ikeja
Lagos, Nigeria

Bankers
Citi Bank Nigeria Limited
Rand Merchant Bank Nigeria Limited

Report of the Directors

The Directors of Thermax Nigeria Limited ("the Company'') submit their report on the affairs of the Company together with the audited financial statements which have been prepared in line with the International Financial Reporting Standards (IFRS) and the report of the auditor for the year ended 31 March 2026.

INCORPORATION AND ADDRESS

Thermax Nigeria Limited was incorporated in Nigeria under the Companies and Allied Matters Act as a private company and is domiciled in Nigeria. The address of its registered office is:

15, CIPM Avenue, Alausa, Ikeja, Lagos.

PRINCIPAL ACTIVITIES

Thermax Nigeria Limited was incorporated in Nigeria on 5 October 2015 as a private limited company to carry on the business of designing, manufacturing, supply, erection and commissioning, supervision, operation and maintenance of industrial equipment such as boilers, heaters, water and waste water treatment plants, air pollution control equipment, absorption chillers, geothermal plants, solar based systems and power plants etc.

OPERATING RESULTS AND DIVIDENDS

The Company's results for the year ended 31 March 2026 are set out on page 3. The total comprehensive income for the year has been transferred to retained earnings. The summarised results are presented below:

	31 March 2026	31 March 2025
	N'000	N'000
Revenue	**5,716,612**	4,763,479
Profit before tax	**3,347,084**	1,966,729
Income tax expense	**(1,137,430)**	(646,309)
Profit after tax	**2,209,654**	1,320,420

The Board of Directors, pursuant to the powers vested in it by the provisions of Sections 289(8) and 426 of the Companies and Allied Matters Act, 2020 of Nigeria approved and recommended the payments of dividends as follows:

The sum of N261.8 million amounting to N5.236 per share as interim dividend for the year ended 31 March 2024.

The sum of N578.2 million amounting to N11.564 per share as final dividend for the year ended 31 March 2024.

The sum of N1.320 billion amounting to N26.408 per share as interim dividend for the year ended 31 March 2025.

These resolutions were passed for approval and recommendation by the Board of Directors as written resolutions in lieu of the Company's Board of Directors' meetings duly convened and held.

DIRECTORS

The directors who held office during the year and to the date of this report are given below:

Rabindranath Raghavan Pillai - Indian

Sandeep Mandke - Indian

RE-ELECTION OF DIRECTORS

Until additional directors are appointed, the two directors will continue to hold office to comply with the minimum number of directors' requirement as provided in Section 271 of the Companies and Allied Matters Act, 2020.

DIRECTORS' SHAREHOLDING

None of the directors have any interest in the shares of the Company as at 31 March 2026 (2025:Nil). According to the register of members as at 31 March 2026, the following are the shareholders of Thermax Nigeria Limited.

	31 March 2026		31 March 2025	
	Shareholding (units)	Percentage	Shareholding (units)	Percentage
Thermax International Limited, Mauritius	49,999,800	99.9996	49,999,800	99.9996
Thermax Engineering Singapore PTE Limited	200	0.0004	200	0.0004
	50,000,000	100	50,000,000	100

DIRECTORS' INTEREST IN CONTRACTS

None of the directors have notified the Company for the purpose of Section 303(1) and (3) of the Companies and Allied Matters Act, 2020 of their direct or indirect interest in contracts or proposed contracts with the Company during the year.

PLANT AND EQUIPMENT

Information relating to changes in plant and equipment during the year is shown in the Note 12 to these financial statements. In the opinion of the directors, the market value of the Company's plant and equipment is not less than the value shown in these financial statements.

EVENTS AFTER THE REPORTING DATE

As stated in note 23, there were no material events after the reporting date, which could have had material effects on the state of affairs of the Company as at 31 March 2026 and on the profit for the year ended on that date that have not been taken into accounts in these financial statements.

EMPLOYEE HEALTH, SAFETY AND WELFARE

(a) Health, safety and Welfare at work

The Company places high premium on the health, safety and welfare of

its employees in their place of work. In order to protect other persons against risks to health and safety hazards arising out of or in connection with the activities of employees at work, the Company has adopted comprehensive safety policies and procedures and reviews safety facilities on a regular basis.

(b) Employee consultation and training

The Company places considerable value on the involvement of its employees in its affairs and has continued its practice of keeping them informed on matters affecting them as employees and on various factors affecting the performance of the Company, it also ensures that employees receive on the job training complemented when and where necessary with additional facilities from educational institutions or other training institutions.

(c) Employment of physically challenged persons

Applications for employment by physically challenged persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicants concerned. It is the policy of the Company that the training, career development and promotion of physically challenged employees should, as far as possible, be identical with that of other employees. There are no physically challenged persons in its employment during the year (2025: Nil).

DONATIONS AND GIFTS

The Company did not make any donations or gifts to any charitable organisations, political association or for any other purpose in the course of the year under review (2025:Nil).

AUDITORS

The auditors, BDO Professional Services have expressed their willingness to continue in office as the Company's auditors and will be re-appointed at the Annual General Meeting in accordance with Section 401(2) of the Companies and Allied Matters Act, 2020.

In accordance with Section 401 of the Companies and Allied Matters Act, 2020, a resolution will be proposed to authorise the directors to fix their remuneration at the next Annual General Meeting.

Tinubu Associates Unlimited
Company Secretary,
Lagos, Nigeria

Date: 7th May 2026

THERMAX NIGERIA LIMITED

Independent auditor's report

TO THE SHAREHOLDERS OF THERMAX NIGERIA LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Thermax Nigeria Limited which comprise, the statement of financial position as at 31 March 2026, the statement of profit or loss and other comprehensive income, statement of changes in equity, and statement of cash flows for the year then ended; and notes to the financial statements, including a summary of significant accounting policies and other explanatory notes.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2026 and of its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards, and in compliance with the relevant provisions of the Financial Reporting Council of Nigeria (Amendment) Act, 2023 and the Companies and Allied Matters Act, 2020.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to our audit of the financial statements in Nigeria, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the International Ethics Standards Board Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Directors' statements, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the audit or otherwise appears to be materially misstated. If based on the work we have performed, we conclude that there is a material misstatement of this information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The Directors are responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board, and in compliance with the relevant provisions of the Financial Reporting Council of Nigeria (Amendment) Act, 2023 and the Companies and Allied Matters Act, 2020 and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a 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 International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with International Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

* Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

* Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

* Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

* Conclude on the appropriateness of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial 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 the directors regarding, among other matters, the planned scope and timing of the audit, and significant audit findings and any significant deficiencies in internal control that we identify during our audit.

Report on other legal and regulatory requirements

The Companies and Allied Matters Act, 2020 requires that in carrying out our audit we consider and report to you on the following matters. We confirm that:

i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

ii) in our opinion, proper books of account have been kept by the Company, and

iii) the Company's statement of financial position, and its statement of profit or loss and other comprehensive income are in agreement with the books of account.

Henry B. Omodigbo
FRC/2013/ICAN/00000003977
For: BDO Professional Services
Chartered Accountants

Lagos, Nigeria
5 May 2026

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Companies and Allied Matters Act, 2020, requires the directors to prepare financial statements for each financial year that give a true and fair view of the state of financial affairs of the Company at the end of the year and of the profit or loss for the year ended 31 March 2026, and in so doing they ensure that:

a) Proper accounting records are maintained that disclose, with reasonable accuracy, the financial position of the Company and comply with the requirements of the Companies and Allied Matters Act, 2020.

b) Applicable accounting policies are adopted and consistently applied;

c) Judgments and estimates made are reasonable and prudent;

d) The going concern basis is used, unless it is inappropriate to presume that the Company will continue in business; and

e) Internal control procedures are instituted which as far as reasonably possible, safeguard the assets of the Company and prevent and detect fraud and other irregularities.

The Directors accept responsibility for the annual financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgements and estimates, in conformity with International Financial Reporting Standards (IFRS) and the requirements of the Companies and Allied Matters Act, 2020.

The Directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the company and of its profit for the year ended 31 March 2026.

The Directors further accept responsibility for the maintenance of accounting records that may be relied upon in the preparation of financial statements, as well as adequate systems of internal control over financial reporting.

Nothing has come to the attention of the Directors to indicate that the Company will not remain a going concern for at least twelve months from the date of this statement.

Rabindranath Pillai
Director

Sandeep Mandke
Director

STATEMENT OF CORPORATE RESPONSIBILITIES

In line with the provision of Section 405 of the Companies and Allied Matters Act, 2020, we have reviewed the audited financial statements of the Company for the year ended 31 March 2026 and based on our knowledge confirm as follows:

a) The audited financial statements do not contain any untrue statement of material fact or omit to state a material fact, which would make the statements misleading.

b) The audited financial statements and all other financial information included in the statements fairly present, in all material respects, the financial condition and results of operations of the Company as at and for the year ended 31 March 2026.

c) The Company's internal controls have been designed to ensure that all material information relating to the Company is received and provided to the Auditors in the course of the audit.

d) The Company's internal controls were evaluated within 90 days of the financial reporting date and are effective as of 31 March 2026.

e) That we have disclosed to the Company's auditor the following information:

   i) that there are no significant deficiencies in the design or operation of the Company's internal controls which could adversely affect the Company's ability to record, process, summarise and report financial data, and have discussed with the Auditor any weaknesses in internal controls observed in the cause of the audit.

   ii) there is no fraud involving management or other employees which could have any significant role in the Company's internal control.

f) There are no significant changes in internal controls or in the other factors which could significantly affect internal controls subsequent to the date of this audit, including any corrective actions with regard to any observed deficiencies and material weaknesses.

Rabindranath Pillai
Director

Sandeep Mandke
Director

THERMAX NIGERIA LIMITED

Statement of Profit or Loss and Other Comprehensive Income

	NOTE	2026		2025	
		NGN'000	**Rs. Lacs**	NGN'000	Rs. Lacs
Revenue	7	**5,716,612**	**3,918.28**	4,763,479	2,652.64
Other income	8	**492,288**	**337.42**	8,698	4.84
		6,208,900	**4,255.71**	4,772,177	2,657.48
Exchange gain	8(a))	**549,863**	**376.89**	55,291	30.79
Operating expenses	9	**(3,411,679)**	**(2,338.44)**	(2,860,739)	(1,593.06)
Profit before tax		**3,347,084**	**2,294.16**	1,966,729	1,094.21
Taxation	11(a)	**(1,137,430)**	**(779.62)**	(646,309)	(359.91)
Profit after tax		**2,209,654**	**1,514.04**	1,320,420	735.30
Other comprehensive income		**-**	**-**	-	-
Total comprehensive income		**2,209,654**	**1,514.04**	1,320,420	735.30
Earnings per share	18	**44.19**	**0.03**	26.41	0.01

The notes on pages 7-24 and other national disclosures on pages 25 and 26 are an integral part of these financial statements.

Statement of Financial Position

	NOTE	2026		2025	
		NGN'000	**Rs. Lacs**	NGN'000	Rs. Lacs
ASSETS					
Non current assets					
Plant and equipment	12	**39,759**	**27.25**	157	0.09
Deferred tax assets	11(d)	**256,638**	**175.90**	29,443	16.40
Total non current assets		**296,397**	**203.16**	29,600	16.48
Current assets					
Trade and other receivables	13	**1,545,917**	**1,059.60**	3,026,883	1,685.58
Cash and cash equivalents	14	**2,737,744**	**1,876.51**	1,154,561	642.94
Total current assets		**4,283,661**	**2,935.11**	4,181,444	2,327.52
Total assets		**4,580,058**	**3,138.27**	4,211,044	2,344.50
LIABILITIES					
Current liabilities					
Trade and other payables	15	**955,749**	**655.09**	1,110,030	618.14
Current tax liabilities	11(b)	**1,364,625**	**935.34**	890,584	495.94
Total current liabilities		**2,320,374**	**1,590.43**	2,000,614	1,114.08
Non-current liabilities					
Deferred tax liabilities	11(d)	**-**	**-**	-	-
Total Liabilities		**2,320,374**	**1,590.43**	2,000,614	1,114.08
Equity					
Share capital	16	**50,000**	**34.27**	50,000	27.84
Retained earnings	17	**2,209,684**	**1,514.56**	2,160,430	1,203.08
Total equity		**2,259,684**	**1,548.83**	2,210,430	1,230.92
Total equity and liabilities		**4,580,058**	**3,139.27**	4,211,044	2,345.00

The financial statements on pages 3-26 were approved and authorised for issue by the Board of Directors on 5 May 2026 and were signed on its behalf by:

Rabindranath Pillai
Director

Sandeep Mandke
Director

The notes on pages 7-24 and other national disclosures on pages 25 and 26 are an integral part of these financial statements.

THERMAX NIGERIA LIMITED

Statement of Changes in Equity

	Attributable to equity holders of the Company					
	Share capital		Retained earnings		Total	
	NGN'000	Rs. Lacs	NGN'000	Rs. Lacs	NGN'000	Rs. Lacs
Balance at 1 April 2024	50,000	27.84	22,40,010	1,422.83	22,90,010	1,450.67
Comprehensive income:						
Profit for the year	-		1,320,420	735.30	1,320,420	735.30
Other comprehensive income	-		-		-	
Total comprehensive income	**-**		**1,320,420**	**735.30**	**1,320,420**	**735.30**
Dividend paid	-		(1,400,000)	(779.62)	(1,400,000)	(779.62)
Balance at 31 March 2025	50,000	27.84	2,160,430	1,203.08	2,210,430	1,230.92
Balance at 1 April 2025	**50,000**	**27.84**	**2,160,430**	**1,203.08**	**22,10,430**	**1,230.92**
Comprehensive income:						
Profit for the year	**-**		**2,209,654**	**1,514.54**	**2,209,654**	**1,514.54**
Other comprehensive income	**-**		**-**		**-**	
Total comprehensive income	**-**	**27.84**	**2,209,654**	**1,514.54**	**2,209,654**	**1,514.54**
Dividend paid	**-**		**(2,160,400)**	**(1,480.78)**	**(2,160,400)**	**(1,480.78)**
Balance at 31 March 2026	**50,000**	**34.27**	**2,209,684**	**1,514.56**	**2,260,915**	**1,549.68**

The notes on pages 7-24 and other national disclosures on pages 25 and 26 are an integral part of these financial statements.

Statement of cash flows

	Notes	2026		2025	
		NGN'000	Rs. Lacs	NGN'000	Rs. Lacs
Cash flows from operating activities					
Profit before taxation		**3,347,084**	**2,294.16**	1,966,729	1,095.21
Adjustment for:					
Depreciation of property, plant and equipment	**12**	**7,048**	**4.83**	51	0.03
WHT credit utilised	**11(b)**	**(208,630)**	**(143.00)**	-	-
		3,145,502	**2,155.99**	1,966,780	1,095.24
Changes in working capital:					
Decrease/(increase) in trade and other receivables	**13**	**1,480,966**	**1,015.08**	(488,969)	(272.29)
(Decrease)/increase in trade and other payables	**15**	**(154,281)**	**(105.75)**	741,097	412.69
		4,472,187	**3,065.33**	2,218,908	1,236.64
Income tax paid	**11(b)**	**(681,954)**	**(467.43)**	(654,797)	(364.64)
Net cash inflow from operating activities		**3,790,234**	**2,597.90**	1,564,111	872.01
Cash flow from investing activities					
Purchase of property, plant and equipment	**12**	**(46,651)**	**(31.98)**	-	-
Proceeds from disposal of plant and equipment					
Net cash outflow from investing activities		**(46,651)**	**(31.98)**	-	-
Cash flow from financing activities					
Dividend paid	**17**	**(2,160,400)**	**(1,480.78)**	(1,400,000)	(779.62)
Net cash outflow from financing activities		**(2,160,400)**	**(1,480.78)**	(1,400,000)	(779.62)
Net increase in cash and cash equivalents		**1,583,183**	**1,085.15**	164,111	92.39
Cash and cash equivalents at the beginning of the year		**1,154,561**	**642.94**	990,450	629.12
Cash and cash equivalents at the end of the year	**14**	**2,737,744**	**1,876.51**	1,154,561	642.94

The notes on pages 7-24 and other national disclosures on pages 25 and 26 are an integral part of these financial statements.

Annual report and financial statements

For the year ended 31 March 2025

Notes to the financial statements

1 General information

Thermax Nigeria Limited was incorporated in Nigeria on 5 October 2015 as a private limited company. The Company is domiciled in Nigeria and the address of its registered office is:

15, CIPM Avenue, Alausa, Ikeja, Lagos, Nigeria

1.1 Principal Activities

Thermax Nigeria Limited was incorporated in Nigeria as a private limited company to carry on the business of designing, manufacturing, supply, erection and commissioning, supervision, operation and maintenance of industrial equipment such as boilers, heaters, water and waste water treatment plants, air pollution control equipment, absorption chillers, geothermal plants, solar based systems and power plants, etc..

2 Basis of preparation

(a) Statement of compliance with International Financial Reporting Standards

The financial statements of Thermax Nigeria Limited have been prepared in accordance with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), the interpretations issued by IFRS Interpretations Committee (IFRS IC) applicable to companies reporting under IFRS and in compliance with Financial Reporting Council of Nigeria (Amendment) Act, 2023 and the requirements of Companies and Allied Matters Act, 2020. Additional information required by national regulations is included where appropriate.

These financial statements were authorised for issue by the Board of Directors on 5 May 2026.

(b) Basis of measurement

The financial statements comprise the statement of profit or loss and other comprehensive income, the statement of financial position, the statement of changes in equity, the statement of cash flows and the notes to the financial statements.

The financial statements have been prepared in accordance with the going concern principle under the historical cost except for certain financial instruments which are measured at fair value as discussed in the accounting policies below.

(c) Functional and presentation currency

The Company's functional and presentation currency is the Nigerian Naira. The financial statements are presented in Nigerian Naira and have been rounded up to the nearest thousand except where otherwise stated.

(d) Use of estimates and judgement

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates and judgments. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

3 Changes in accounting policies

(a) New standards, interpretations and amendments adopted from 1 January 2025

The following amendments are effective for the period beginning 1 January 2025:

Lack of exchangeability (Amendment to IAS 21 The Effects of Changes in Foreign Exchange Rates)

On 15 August 2023, the IASB issued amendments to IAS 21 titled Lack of Exchangeability. These amendments introduce guidance on assessing when a currency is exchangeable into another currency and when it is not. Where a currency is determined to be not exchangeable, an entity is required to estimate the spot exchange rate for use in applying IAS 21.

These amendments did not have an impact on the Company's financial statements

b) New standards, interpretations and amendments not yet effective

There are a number of standards, amendments to standards, and interpretations which have been issued by the IASB that are effective in future accounting periods that the Company has decided not to adopt early.

The following amendments are effective for the annual reporting period beginning 1 January 2026:

- Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosures)

Clarification that financial liabilities are derecognised on the settlement date, with an accounting policy choice (subject to specific conditions) to derecognise liabilities settled via electronic payment systems before the settlement date.

- Additional guidance on assessing contractual cash flows for financial assets with environmental, social and governance (ESG) or similar features.

- New disclosure requirements for financial instruments with contingent features and enhanced disclosures for equity instruments measured at fair value through other comprehensive income (OCI).

The amendments are effective for annual periods beginning on or after 1 January 2026, with early application permitted for the classification of financial assets and related disclosures. The Company does not expect these amendments to have a material impact on its financial statements.

- Contracts Referencing Nature-dependent Electricity – Amendments to IFRS 9 and IFRS 7 Issued in December 2024, these amendments apply to contracts referencing nature-dependent electricity and:

- Clarify the application of the 'own-use' requirements.

Modify designation requirements for hedged items in cash flow hedging relationships.

Introduce new disclosure requirements to explain the impact of these contracts on financial performance and cash flows.

Annual Improvements to IFRS Accounting Standards – Volume 11 Issued in July 2024, these nine narrow-scope amendments provide clarifications and corrections to improve consistency in:

- IFRS 1 First-time Adoption of IFRS

- IFRS 7 Financial Instruments: Disclosures (including implementation guidance)

- IFRS 9 Financial Instruments

- IFRS 10 Consolidated Financial Statements

- IAS 7 Statement of Cash Flows

The amendments are effective for annual periods beginning on or after 1 January 2026 (early application permitted).

The Company does not expect these amendments to have a material effect on its financial statements.

The following standards and amendments are effective for the annual reporting period beginning 1 January 2027:

- IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 Presentation and Disclosure in Financial Statements, which was issued by the IASB in April 2024 supersedes IAS 1 and will result in major consequential amendments to IFRS Accounting Standards including IAS 8 Basis of Preparation of Financial Statements (renamed from Accounting Policies, Changes in Accounting Estimates and Errors). Even though IFRS 18 will not have any effect on the recognition and measurement of items in the financial statements, it is expected to have a significant effect on the presentation and disclosure of certain items. These changes include categorisation and sub-totals in the statement of profit or loss, aggregation/disaggregation and labelling of information, and disclosure of management-defined performance measures

These new requirements are expected to impact all reporting entities. IFRS 18 and all consequential amendments are effective for reporting periods beginning on or after 1 January 2027, with earlier application permitted. Retrospective application is required.

The Company is currently assessing the effect of these new accounting standards and amendments

- IFRS 19 – Subsidiaries without Public Accountability: Disclosures

- IFRS 19 was issued in May 2024, IFRS 19 introduces a reduced-disclosure framework for subsidiaries that:

- Do not have public accountability; and

- Are included in consolidated financial statements of a parent applying full IFRS.

Under IFRS 19, eligible subsidiaries apply recognition, measurement, and presentation requirements of IFRS Standards but follow simplified disclosure requirements set out in IFRS 19. IFRS 19 will become effective for reporting periods beginning on or after 1 January 2027, with early application permitted.

The Company is assessing the potential adoption of IFRS 19 for qualifying subsidiaries. No decision has been finalized, and the impact on future financial statements is under review

- Disclosures about Uncertainties in Financial Statements – Illustrative Examples

On 28 November 2025, the IASB issued Disclosures about Uncertainties in the Financial Statements – Illustrative Examples, which provide guidance on how entities can apply IFRS Accounting Standards when reporting the effects of uncertainties in their financial statements. These examples accompany existing IFRS Accounting Standards and do not have an effective date. A near-final staff draft was published in July 2025. The amendments do not have effective date.

The Company considered these illustrative examples in preparing its financial statements and concluded that no additional disclosures or changes in presentation were necessary.

4 Critical accounting estimates and judgements

The Company makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

i) Income and deferred taxes

The company is subject to income taxes only within the Nigerian tax authority which does not require much judgment in terms of provision for income taxes but a certain level of judgment is required for recognition of the deferred tax assets. Management is required to assess the ability of the company to generate future taxable economic earnings.

Taxes are paid by the company under a number of different regulations and laws, which are subject to varying interpretations. In this environment, it is possible for the tax authorities to review transactions and activities that have not been reviewed in the past and scrutinize these in greater detail, with additional taxes being assessed based on new interpretations of the applicable tax law and regulations. Accordingly, management's interpretation of the applicable tax laws and regulations as applied to the transactions and activities of the Company may be challenged by the relevant taxation authorities. The Company's management believes that its interpretation of the relevant tax law and regulations is appropriate and that the tax position included in these financial statements will be sustained.

ii) Impairment of plant and equipment

Thermax Nigeria Limited assesses assets or groups of assets for impairment whenever events or changes in circumstances indicate that carrying amounts of those assets may not be recoverable. In assessing whether a write-down of the carrying amount of a potentially impaired asset is required, the asset's carrying amount is compared to the recoverable amount. Frequently, the recoverable amount of an asset proves to be the Company's estimated value in use.

The estimated future cash flows applied are based on reasonable and supportable assumptions and represent management's best estimates of the range of economic conditions that will exist over the remaining useful life of the cash flow generating assets.

iii) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation based on the Company's past history, existing market conditions and forward-looking estimates at the end of each reporting period. Such estimates and judgments could impact trade receivables and other administrative expenses.

iv) Legal proceedings

The Company reviews outstanding legal cases following developments in the legal proceedings at each reporting date, in order to assess the need for provisions and disclosures in its financial statements. Among the factors considered in making decisions on provisions are the nature of litigation, claim or assessment, the legal process and potential level of damages in the jurisdiction in which the litigation, claim or assessment has been brought, the progress of the case (including the progress after the date of the financial statements but before those financial statements are issued), the opinions or views of legal advisers, experience on similar cases and any decision of the Company's management as to how it will respond to the litigation, claims or assessment.

5 Summary of significant accounting policies

The accounting policies set out below have been applied consistently to all years presented in these financial statements

a) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable for goods or services stated net of value added taxes (VAT). Sale of services are recognised in the period in which the costs incurred in providing the services are recognised.

A valid contract is recognised after:

- The contract is approved by the parties.

- Rights and obligations are recognised.

- Collectability is probable.
- The contract has commercial substance.
- The payment terms and consideration are identifiable.

The probability that a customer would make payment is ascertained based on the evaluation done on the customer as stated in the credit management policy at the inception of the contract. The Company is the principal in all its revenue arrangement since it is the primary obligor in most of the revenue arrangements, and determines the pricing for the goods and services.

Revenue represents the value of compensation earned for the provision of marketing and sales support services to third parties in Nigeria and on behalf of Thermax Limited. It is recognised in the period in which the Company delivers the related services, and collectability of the related receivables is reasonably assured.

It also represents the value of compensation earned by providing Operation and Maintenance services in Nigeria. It is recognised in the period in which the Company delivers the related services, and collectability of the related receivables is reasonably assured.

b) Finance income

Finance income comprises interest income on short-term deposits with banks. Interest income on short-term deposits is recognised by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the asset's net carrying amount on initial recognition. Interest income is recognised in the statement of profit or loss and other comprehensive income as it accrues, using the effective interest method.

c) Other income

This comprises interest on short-term deposits with banks, profit on disposal of property, plant and equipment and impairment loss no longer required.

Interest income on short-term deposits is recognised by reference to the principal outstanding and at the effective interest rate applicable. Income arising from disposal of items of property, plant and equipment is recognised at the time when proceeds from the disposal has been received by the Company. The profit on disposal is calculated as the difference between the net proceeds and the carrying amount of the assets. The Company recognised impairment no longer required as other income when the Company received cash on an impaired receivable or when the value of an impaired investment increased and the investment is realisable.

d) Operating expenses

Operating expenses are recognised in income statement upon utilisation of the service or at the date of their origin. Expenditure for warranties is recognised and charged against the associated provision when the related revenue is recognised.

e) Current and deferred taxation

i) Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit difers from 'profit before tax' as reported in the statement of profit or loss because of items of income or expenses that are taxable or deductible in other years but it further excludes items that are never taxable or deductible.

The Company's current tax is calculated using tax rates that have been enacted or subsequently enacted by the end of the reporting period. Current income tax is the expected amount of income tax payable on the taxable profit for the year determined in accordance with the Nigeria Tax Act, 2025 using statutory tax rates at the balance sheet date. Development levy is assessed at 4% of the assessable profit determined in accordance with the Nigeria Tax Act.

The Company is subject to the Finance Act as enacted, which amends the Company Income Tax (CITA). Total amount tax payable under this is determined based on the higher of two components; Company Income Tax Act on taxable income (or loss) for the year, and minimum tax (determined based on 0.5% of qualifying Company's turnover less franked investment income). Taxes based on taxable profit are treated as income tax in line with IAS 12, whereas minimum tax based on gross amount is outside the scope of IAS 12 and therefore not presented as tax expense in the statement of profit or loss.

Where the minimum tax charge is higher than the Company Income Tax (CIT), a hybrid tax situation exists. In this situation, the CIT is recognised in the income tax expense line in the profit or loss and the excess amount is presented above the income tax line as minimum tax.

ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporay differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. in addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the assets to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substatntively enacted by the end of the reporting period.

f) Employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave 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 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.

i) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Company pays fixed contributions into a separate entity on a mandatory, contractual or voluntary basis. The Company operates a defined contribution plan as stipulated in the Pension Reform Act, 2014. Under the defined contributory scheme, the Company contributes 10%, while its employees contribute 8% of their annual basic, housing and transport allowances to the scheme. The Company's obligations are recognised in the statements of profit or loss and other comprehensive income as administrative expenses (employee benefits) when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or reduction in the future payments is available. The Company has no further payment obligations once the contributions have been paid.

g) Plant and equipment

i) Recognition and measurement

Plant and equipment are stated at historical cost less accumulated depreciation calculated from the date of commissioning and any accumulated impairment losses. Historical costs include expenditure that is directly attributable to the acquisition of the items.

ii) Subsequent costs

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the statement of profit or loss in the financial period in which they are incurred.

iii) Depreciation

Depreciation is calculated on items of plant and equipment to write down the cost of each asset to its residual value over its estimated useful life. No depreciation is charged on items of plant and equipment until they are brought into use. Where plant and equipment consist of components with different useful lives, they are accounted for as separate items.

The principal annual rates used to write down the cost of the assets are as follows:

Type of asset	%
Office equipment	20
Motor vehicle	20

iv) Derecognition

An item of plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the profit and loss component of the statement of profit or loss and other comprehensive income within 'Other income or operating expenses' in the year that the asset is derecognised.

h) Impairment of non-financial assets

Non-financial assets other than deferred tax assets are reviewed at each reporting date for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which they have separately identifiable cash flows (cash-generating units).

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in the income statement, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount; but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years; a reversal of an impairment loss is recognised immediately in the income statement, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment is treated as a revaluation increase.

i) Financial instruments

Financial instruments which are financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and Thermax Nigeria Limited has transferred substantially all risks and rewards of ownership. Financial liabilities are derecognized when the obligation specified in the contract is discharged, cancelled or expires.

Management determines the classification of its financial instruments at initial recognition.

i) Financial assets

The Company does not have any financial assets accounted for on the basis of fair value through profit or loss or through other comprehensive income.

Amortised cost

The Company's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the statement of financial position.

Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. These are initially recognised at fair value and subsequently measured at amortised cost using the effective interest rate method. The normal credit term is 7-90 days upon delivery.

The Company has applied the simplified approach for trade and other receivables upon the adoption of IFRS 9 and follows an Expected Credit Losses ('ECLs') approach for measuring the allowance of its trade receivables. The expected loss rate is assessed on the basis of historical credit losses of 36 months before 31 March 2026 and adjusted to reflect current and forward-looking information. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive. The carrying amount of the receivable is reduced by the amount of the provision, which is recognised as part of operating expenses.

If a trade receivable ultimately becomes uncollectible, it is written off initially against any provision made in respect of that receivable with any excess recognised as part of operating expenses. Subsequent recoveries of amounts previously written-off or provisions no longer required are credited against operating expenses. Loans are initially recognised at the fair value net of transaction costs incurred. After initial recognition, all interest-bearing loans are subsequently measured at amortised cost.

Amortised cost is calculated using the effective interest rate method whereby any discount, premium or transaction costs associated with a loan are amortised to the income statement over the borrowing period.

Other recivables

These amounts generally arise from transactions outside the usual operating activities of the Company. They are usually recognised at amortised cost.

Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include deposits with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

ii) Financial liabilities

The Company classifies its financial liabilities as financial liabilities measured at amortised cost. The classification depends on the purpose for which the liabilities were incurred.

Financial liabilities are subsequently stated at amortised cost and any difference between net proceeds and the redemption value is recognised in the income statement using the effective interest method.

Trade payables

These amounts represent liabilities for goods and services provided to the group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

Other financial liabilities

Other financial liabilities include due to related parties, trade payables and other short-term monetary liabilities, which are initially recognised at fair value and subsequently carried at amortised cost using the effective interest method. For the purposes of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

Offsetting financial assets and financial liabilities

The Company offsets financial assets and financial liabilities to the net amount reported in the balance sheet when it currently has a legally enforceable right to offset the recognised amounts and it intends to settle on a net basis or to realise 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.

Impairment of financial assets

The Company assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

j) Provisions

Provisions are recognised when: the Company has a present obligation (legal or constructive) as a result of a past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and a reliable estimate can be made of the amount of the obligation.

Where the Company expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset only when such reimbursement is virtually certain. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

k) Related party transactions

Related parties include the related companies, the directors and any employee who is able to exert significant influence on the operating policies of the company. Key management personnel are also considered related parties. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

The Company considers two parties to be related if, directly or indirectly one party has the ability to control the other party or exercise significant influence over the other party in making financial or operating decisions. Where there are related party transactions with the company, the transactions are disclosed as to the type of relationship that exists with the company and the outstanding balances necessary to understand their effects on the financial position and the mode of settlement.

l) Share capital

Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's ordinary shares are classified as equity instruments. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital accounts.

m) Retained earnings

This represents amount set aside out of profits of the Company which shall at the discretion of the directors be applied to meeting contingencies, repairs or maintenance of any works connected with the business of the Company, for equalising dividends, for special dividend or bonus, or such other purposes for which the profits of the Company may lawfully be applied.

n) Dividends

Dividends on ordinary shares are recognised as a liability and deducted from equity when they are approved by the Company's shareholders. Interim dividends are deducted from equity when they are declared and no longer at the discretion of the Company. Dividends for the year that are approved after the statement of financial position date are disclosed as an event after the statement of financial position date.

o) Foreign currency translation

i) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Nigerian Naira, rounded to the nearest thousand, which is the Company's functional currency.

ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuations where items are re-measured. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions, and from translation of monetary assets and liabilities denominated in currencies other than the entity's functional currency at year end exchange rates, are recognized in the income statement.

The Company presents its financial statements in the Nigerian Naira ("N") in compliance with the legal requirement for Nigerian companies to present their accounts in Nigerian Naira. The financial statements are translated to the presentation curency using the closing rate. Exchange differences arising out of this translation from the functional currency to presentation currency are classified as a cumulative translation adjustment and recorded against equity in the Company's statement of finacial position through statement of other comprehensive income.

In translating US Dollar balances to Naira, the following exchange rates were used :

2026 Year-end N1,386.72/US$1 ; average for the year N1,461.52/US$1

2025 Year-end N1,536.32/US$1 ; average for the year N1,487.93/US$1

iii) Comparatives

Except when a standard or an interpretation permits or requires otherwise, all amounts are reported or disclosed with comparative information.

6 Financial risk management

The Company's activities expose it to financial risk- credit risk, liquidity risk and market risk. Risk management is carried out by management, management identifies and evaluates the financial risks in co-operation with the Company's operating units and; provides written principles for overall risk management, as well as written policies covering specific areas. The Company's overall risk management program seeks to minimize potential adverse effects on the Company's financial performance.

6.1 Credit risk management

Credit risk is the risk that financial loss arises from the failure of a customer or counterparty to meet its obligations under a contract, and arises principally from the Company's trade receivables. Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, as well as credit exposure to customers, including outstanding receivables and committed transactions.

The balances exposed to credit risk are disclosed below	**2026**	2025
	N'000	N'000
Amounts due from related parties (note 20 (ii))	**179,491**	133,936
Trade receivables (note 13)	**854,716**	3,349,361
Other current assets (note 13b)*	**1,029**	571
Cash and cash equivalents (note 14)	**2,737,744**	1,154,561
Financial assets bearing credit risk	**3,772,980**	4,638,429

*Other receivables include unbilled revenue and staff receivables but excludes prepayments and WHT/VAT recoverables as these are non financial assets.

Impairment of financial assets

The Company's financial assets that are subject to IFRS 9's expected credit loss model are as follows:

- Trade receivables
- Amount due from related parties and;
- Cash and cash equivalents

While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, there is no identified impairment loss.

Amounts due from related parties

Amounts due from related parties represent fee income due from related parties for the provision of services in the ordinary course of business. Credit terms for related entities are determined on individual basis and the Company does not require collateral in respect of intercompany receivables.

The Company has applied simplified approach in computing the Expected Credit Loss (ECL) for intercompany receivables. The Company allocates each exposure to a credit risk grade based on data that is determined to be predictive of the risk of loss (including audited financial statements, cashflow projections), applying experienced judgement and historical default rates. Lifetime probabilities of default are determined based on available data which reflects the loss rate of the related party.

Intercompany receivables and payables are offset and the net amount presented in the Statement of Financial Position when, and only when the Company has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

The credit risk associated with receivables due from related parties are considered minimal and no impairment has been recognised in respect of the balances at year end (2025: Nil).

	2026	2025
	N'000	N'000
Gross carrying amount as at 1 April	**133,936**	114,107
Addition during the year	**721,729**	569,408
Receipt for the year	**(676,174)**	(549,579)
Gross carrying amount as at 31 March	**179,491**	**133,936**

The expected loss rates as on 31 March 2026 are as follows

	Current (not past due) Qualitative provision	**Current (not past due)**	**More than 12 months past due**	**More than 12 months past due**	**Total**
	N'000	**N'000**	**N'000**	**N'000**	**N'000**
Gross carrying amount	**460,469**	**573,737**			**1,034,206**
Unbilled revenue	**-**		**-**	**-**	**-**
Net gross carrying amount*	**460,469**	**573,737**	**-**	**-**	**1,034,206**
Default rate	**10%**		**33%**	**100%**	
Lifetime ECL on gross amount	**(46,047)**	**-**	**-**	**-**	**(46,047)**
Net trade receivables	**414,422**	**573,737**	**-**	**-**	**988,159**

The expected loss rates as on 31 March 2025 are as follows

	Current (not past due) Qualitative provision	**Current (not past due)**	**More than 12 months past due**	**More than 12 months past due**	**Total**
	N'000	**N'000**	**N'000**	**N'000**	**N'000**
Gross carrying amount	736,535	133,936	2,518,863	93,963	3,483,297
Unbilled revenue	-	-	-	-	-
Net gross carrying amount*	736,535	133,936	2,518,863	93,963	3,483,297
Default rate	10%		33%	100%	
Lifetime ECL on gross amount	(73,653)	-	(831,225)	(93,963)	(998,841)
Net trade receivables	662,882	133,936	1,687,638	-	2,484,456

	2026	2025
	N'000	N'000
Gross carrying amount as at 1 April	**3,483,297**	2,517,459
Opening balance exchange difference	**(1,288,000)**	(688,079)
Additions during the year	**5,897,152**	5,250,815
Receipts for the year	**(7,052,376)**	(4,884,898)
Closing balance exchange difference	**(5,867)**	1,288,000
*Net gross carrying amount as at 31 March	**1,034,206**	3,483,297
Lifetime ECL	**(46,047)**	(998,841)
Net carrying amount as at 31 March	**988,159**	2,484,456

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to historical information about counterparty default rates and the credit policy of the Enterprise.

Cash and bank balance fall under neither past due nor impaired.

Fitch ratings of cash and bank balances are:

	2026	2025
	N'000	N'000
B+	**2,737,744**	1,154,561

'B' ratings indicate that material default risk is present, but a limited margin of safety remains. Financial commitments are currently being met; however, capacity for continued payment is vulnerable to deterioration in the business and economic environment.

The modifiers "+" or ''-'' may be appended to a rating to denote relative status within major rating categories. This is based on Fitch national long term rating.

At 31 March 2026

	Less than 3 months	Between 3 months and 1 year	Over 1 year	Total
	N'000	N'000	N'000	N'000
Trade payables	**460,509**	**247,967**	**-**	**708,476**
Accruals, provisions and other liabilities	**247,273**	**-**	**-**	**247,273**
	707,782	**247,967**	**-**	**955,749**

At 31 March 2025

	Less than 3 months	Between 3 months and 1 year	Over 1 year	Total
	N'000	N'000	N'000	N'000
Trade payables	**275,184**	**147,170**	**-**	**422,354**
Accruals, provisions and other liabilities	**687,676**	**-**	**-**	**687,676**
	962,860	**147,170**	**-**	**1,110,030**

6.2 Market risk

Market risk is the risk of change in the fair value of financial instruments due to changes in interest rates (interest rate risk), foreign exchange rates (currency risk) and other market factors (other price risk).

6.2.1 Interest rate risk

Interest rate risk is the risk that the value of a financial instrument will be affected by changes in market interest rates. The Company's exposure to interest rate risk relates primarily to a long term borrowing from banks. There are no borrowings as at the end of the year (2025: Nil).

6.2.2 Foreign exchange risk

The Company is exposed to foreign exchange risk arising from commercial transactions. There are account receivable balances exposed to exchange risk at the end of the year of N1.03 billion (2025: N3.48 billion).

Sensitivity

The sensitivity analysis for currency rate risk shows how changes in the fair value or future cash flows of a financial instrument will fluctuate because of changes in market rates at the reporting date. There are foreign denominated balances that are exposed to fluctuations in foreign exchange rates.

The sensitivity of the Company's earnings to fluctuations in exchange rate is reflected by varying the exchange rate as shown below:

	2026	2025
	N'000	N'000
Impact on account receivable balance		
Increase in US Dollars exchange rate against NGN +20%	**206,841**	696,659
Decrease in US Dollars exchange rate against NGN -20%	**(206,841)**	(696,659)

6.2.3 Price risk

Price risk is the risk that prices of internationally traded commodities or equity prices will change. The Company does not trade in quoted securities and commodities.

6.3 Capital risk management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders, and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. Consistent with others in the industry, the company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'current and non-current borrowings' as shown in the balance sheet) less cash and cash equivalents. Total capital is calculated as 'equity' as shown in the statement of financial position plus net debt. However, the Company does not currently have any borrowings.

6.4 Liquidity risk

Management of liquidity risk

Cash flow forecasting is performed by the finance department. The finance department monitors rolling forecasts of liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its borrowing facilities.

The Company evaluates its ability to meet its obligations on an ongoing basis. Based on these evaluations, the Company devises strategies to manage its liquidity risk.

Prudent liquidity risk management implies that sufficient cash is maintained and that sufficient funding is available through an adequate amount of committed credit facilities. The Company has no limitation placed on its borrowing capability.

The table below analyses the Company's financial liabilities into relevant maturity based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Fair value hierarchy

IFRS 13 requires the Company to classify the fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. A description of the fair value hierarchy is detailed below:

Level 1 Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).

Level 3 Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

All the Company's financial assets and liabilities are measured at the amortised cost. The fair value are within level 2 of the fair value hierarchy.

Financial instruments by category

Financial assets and liabilities have been classified into categories that determine their basis of measurement and for items measured at fair value.

(i) Financial assets classified as loans and receivables

The carrying value of the Company's financial assets as at 31 March 2026 is the same as its fair value.

(ii) Financial liabilities carried at amortised cost

The carrying value of the Company's liabilities as at 31 March 2026 is the same as its fair value.

7 Revenue

The company derives revenue from the transfer of services at a point in time in the following major product lines:

	2026	2025
	N'000	N'000
- Supply of Manpower for Operation and Maintenance activities	**4,622,905**	4,163,429
- Technical service (Note 7(a))	**721,729**	569,408
- Fee Income	**371,978**	30,642
	5,716,612	4,763,479

(a) Thermax Nigeria Limited entered into an agreement with Thermax Limited for its marketing and sales support services. Based on the agreement, the Company has raised revenue invoices on Thermax Limited by applying 5% of mark up on operating expenses.

The fee income has been determined as follows:

	2026	2025
	N'000	N'000
Expenses incurred on marketing & sales support services	**687,361**	542,293
Add: Mark-up of 5%	**34,368**	27,115
	721,729	569,408

There were no assets and liabilities related to contracts with customers as at reporting date (2024: Nil).

8 Other income

	2026	2025
	N'000	N'000
Interest on fixed deposit	**8,622**	8,698
Provision no longer required (Note 13(a))	**483,666**	-
	492,288	8,698

8a Exchange gain

	2026	2025
	N'000	N'000
Unrealised exchange loss/(gain)	**1,264,686**	(722,339)
Unrealised exchange (gain)/loss	**(531,676)**	282,092
Realised exchange (gain)/loss	**(1,282,873)**	384,956
	(549,863)	(55,291)

9 Operating expenses

	2026	2025
	N'000	N'000
**Audit fee	**6,988**	6,150
Professional and secretarial fees	**262,498**	61,289
Employees cost (note 19)	**1,670,361**	1,383,281
Site expenses & contract labour	**707,916**	377,804
Food expenses	**89,607**	80,625
Travelling and conveyance	**534,425**	512,925
Rent	**23,364**	15,663
Communication	**2,728**	2,213
Medical reimbursable expense	**980**	4,102
Vehicle repair and maintenance	**5,770**	71,377
Medical insurance	**6,446**	1,247
Miscellaneous expenses	**11,190**	10,860
Bank charges	**22,824**	22,056
Printing and stationeries	**2,730**	1,986
Advertisement expenses	**5,134**	-
Insurance	**19,640**	-
Other expenses	**32,030**	6,826
Depreciation expenses (Note 12)	**7,048**	51
Provision for bad debt (Note 13(a))	**-**	302,284
	3,411,679	2,860,739

**During the year 2026, the audit firm did not provide any services other than the audit of the financial statements.

10 Profit before taxation is arrived at after charging:

	2026	2025
	N'000	N'000
Depreciation of plant and equipment	**7,048**	51
Audit fee	**6,988**	6,150
Exchange loss	**1,264,686**	667,048
And after crediting:		
Exchange gain	**1,814,549**	722,339

11 Taxation

11(a) Income tax expense

	2026	2025
	N'000	N'000
Company income tax	**1,203,051**	809,532
Development levy	**161,574**	-
Education tax	**-**	80,954
Police Trust Fund levy	**-**	98
Deferred tax charge to profit or loss (Note 11(d))	**(227,195)**	(244,275)
Total current tax expense	**1,137,430**	646,309

11(b) Statement of financial position

	2026	2025
	N'000	N'000
Balance at 1 April	**890,584**	654,797
Charge for the year	**1,364,625**	890,584
WHT credit utilised	**(208,630)**	-
Payment during the year	**(681,954)**	(654,797)
Balance at the end of the year	**1,364,625**	890,584

11(c) Reconciliation of taxation

The income tax expense for the year can be reconciled to the accounting profit as per the statement of profit or loss and other comprehensive income as follows:

	2026	2025
	N'000	N'000
Profit before tax	**3,347,084**	1,966,729
Tax at the statutory corporation tax rate of 30%	**1,004,125**	590,019
Tax effects of:		
Development levy	**161,574**	-
Education tax	**-**	80,954
Police Trust levy	**-**	98
Deferred Tax charge- current year	**(227,195)**	(244,275)
Effect of expenses not deductible in determining taxable profit	**208,557**	229,019
Current year loss relieved	**(9,632)**	(9,506)
Income tax expense	**1,137,430**	646,309
Effective rate	0.34	0.33

11(d) Deferred tax liabilities/(assets)

	2026	2025
	N'000	N'000
Balance at the beginning of the year	**(29,443)**	214,832
Writeback for the year	**(227,195)**	(244,275)
Balance at the end of the year	**(256,638)**	(29,443)

12 Plant and equipment

Office equipment

Cost

	Office equipment	**Motor vehicle**	**Total**
	N'000	N'000	N'000
At 1 April 2025	**253**	-	253
Additions	**-**	46,651	46,651
At 31 March 2026	**253**	**46,651**	**46,904**

Accumulated depreciation

	Office equipment	**Motor vehicle**	**Total**
	N'000	N'000	N'000
At 1 April 2025	**96**	-	96
Charge for the year	**51**	6,998	7,048
At 31 March 2026	**147**	**6,998**	**7,144**
Carrying amount			
31 March 2026	**106**	39,653	39,759

Cost

	Office equipment	**Motor vehicle**	**Total**
	N'000	N'000	N'000
At 1 April 2024	**253**	-	253
Additions	**-**	-	-
At 31 March 2025	**253**	**-**	**253**

Accumulated depreciation

	Office equipment	**Motor vehicle**	**Total**
	N'000	N'000	N'000
At 1 April 2024	**45**	-	45
Charge for the year	**51**	-	51
At 31 March 2025	**96**	**-**	**96**
Carrying amount			
31 March 2025	**157**	-	157

i) There were no impairment losses recognised during the year.

ii) There were no contractual commitments to acquire property, plant and equipment during the year.

iii) There were no assets pledged as securities at the end of the year.

13 Trade and other receivables

	2026	2025
	N'000	N'000
Due from related parties (note 20 (ii))	**179,491**	133,936
Due from others	**854,716**	3,349,361
Total trade receivables	**1,034,207**	3,483,297
Expected credit loss (note 13a)	**(46,047)**	(998,841)
Net trade receivables	**988,160**	2,484,456
Other receivables (note 13b)	**557,757**	542,427
	1,545,917	3,026,883

13(a) Allowance for impairment of trade receivables

	2026	2025
	N'000	N'000
Balance at the beginning of the year	**998,841**	344,118
(Writeback)/Provision for the year (Note 8)	**(483,666)**	302,284
Exchange difference	**(469,129)**	352,439
Balance at the end of the year	**46,047**	998,841

13(b) Other receivables

	2026	2025
	N'000	N'000
Advance to employees	**1,029**	571
Deposit for office rent*	**4,595**	3,653
Withholding tax receivable	446,802	265,043
VAT receivable	13,282	-
Advance payments to suppliers	**-**	216,711
Prepayments (note 13c)	**86,026**	56,449
Other receivables	**6,023**	-
	557,757	542,427

* This relates to the expense of short term leases and low value items for which the Company has not recognised a right of use assets and liabilities.

13(c) Prepayments

	2026	2025
	N'000	N'000
Rent	**86,026**	56,449

14 Cash and cash equivalents

	2026 N'000	2025 N'000
Cash at bank	**2,458,634**	846,999
Fixed deposit	**279,110**	307,562
	2,737,744	1,154,561

15 Trade and other payables

	2026 N'000	2025 N'000
Trade payables	**59,082**	39,372
Payable to related companies (note 20 (ii))	**649,394**	382,982
	708,476	422,354
Accruals, provisions and other liabilities (note 15a)	**247,273**	687,676
	955,749	1,110,030

15(a) Accruals, provisions and other liabilities

	2026 N'000	2025 N'000
Professional fees payable	**84,007**	157,588
WHT liabilities	**4,570**	20,603
VAT payable	**84,318**	219,049
ITF payable	**2,740**	3,051
Dividend payable*	**13**	9,598
Payable to employees	**1,632**	4,075
NHF payable	**26**	-
Advance customer payment	**69,967**	273,712
	247,273	687,676

16 Share capital

	2026 N'000	2025 N'000
Issued and fully paid		
50,000,000 ordinary shares of N1.00 each	**50,000**	50,000
	50,000	50,000

The share capital comprises only one class of ordinary shares. The ordinary shares carry a voting right and the right to a dividend.

17 Retained earnings

	2026 N'000	2025 N'000
Balance at the beginning of the year	**2,160,430**	2,240,010
Profit for the year	**2,209,654**	1,320,420
Dividend paid	**(2,160,400)**	(1,400,000)
Balance at the end of the year	**2,209,684**	2,160,430

18 Earnings per share

Basic earnings per ordinary share of N1.00 each is calculated on the Company's profit after taxation based on the number of shares in issue at the end of the year.

	2026 N'000	2025 N'000
Profit for the year attributable to shareholders	**2,209,654**	1,320,420
Weighted average number of ordinary shares in issue	**50,000**	50,000
Basic earnings per share of N1.00 each	**44.19**	26.41

19 Employee information

	2026 N'000	2025 N'000
Salaries and wages	**1,578,965**	1,326,681
Employee cost	**5,743**	3,705
Pension cost- Retirement contribution plan	**10,210**	6,789
Education expenses	**11,669**	7,786
Rent	**63,774**	38,320
	1,670,361	1,383,281

(a) Number of persons employed during the year

	2026 Number	2025 Number
Sales and marketing department	**7**	6
Service department	**4**	4
	11	10

(b) The number of employees with emoluments within the bands stated below are

	2026 Number	2025 Number
N5,000,001 - N40,000,000	**11**	10
N40,000,001 - N80,000,000	**-**	-

20 Related party transactions

The Company enters into transactions with companies and entities that fall within the definition of a related party as contained in the International Accounting Standards (IAS 24), Related Party Disclosures. Related parties comprise companies under common ownership and/or common management and control and key management personnel.

The Company is a wholly owned subsidiary of Thermax International Limited, Mauritius. There are other companies that are related to Thermax Nigeria Limited through common shareholdings or common directorships.

i) Related party relationships

	Relationship	Details of transactions
Thermax Limited	Parent Company	Marketing and sales support services were provided to Thermax Limited during the year

ii) The following balances resulted from transactions carried out with related parties during the year.

	2026 Number	2025 Number
Due from related parties (See note 20ii(a))	**179,491**	133,936
Due to related parties (See note 20ii (b))	**649,394**	382,982

a) Due from related parties

	2026 Number	2025 Number
Thermax Limited (For MSS)	**179,491**	133,936

b) Due to related parties

	2026 Number	2025 Number
Thermax Limited (For payroll services)	**649,394**	382,982

iii) Key management compensation

Key management of the Company includes the directors. The directors waived their right to receive compensation from the Company during the year (2025: Nil).

21 Capital commitments

There were no commitments to capital expenditure at the statement of financial position date (2024: Nil).

22 Contingent liabilities

There were no contingent liabilities at the statement of financial position date (2024: Nil).

23 Events after the reporting date

There were no material events after the reporting date, which could have had material effects on the state of affairs of the Compay as at 31 March 2026 and on the profit for the year ended on that date that have not been taken into accounts in these financial statements.

THERMAX NIGERIA LIMITED
FINANCIAL STATEMENTS, 31 MARCH 2026
OTHER NATIONAL DISCLOSURES
STATEMENT OF VALUE ADDED

	2026	%	2025	%
	N'000		N'000	
Revenue	**5,716,612**		4,763,479	
Exchange gain	**549,863**		55,291	
Other operating income	**492,288**		8,698	
	6,758,763		4,827,468	
Bought in material and services	**(1,734,270)**		(1,477,407)	
Value added	**5,024,493**	100	3,350,061	100
% of value added	**74%**		69%	
Applied as follows:				
To pay employees				
Salaries, wages and other benefits	**1,670,361**	33	1,383,281	41
To pay government				
Taxes	**1,137,430**	23	646,309	19
Retained in the business				
To provide for maintenance of assets	**7,048**	-	51	-
Profit for the year	**2,209,654**	44	1,320,420	40
Value added	**5,024,493**	**100**	3,350,061	100

Five-year financial summary

	31 March 2026	31 March 2025	31 March 2024	31 March 2023	31 March 2022
	N'000	N'000	N'000	N'000	N'000
Statement of financial position					
Non current assets	**296,397**	29,600	208	23,575	-
Current assets	**4,283,661**	4,181,444	3,528,364	1,210,929	76,404
Total assets	**4,580,058**	4,211,044	3,528,572	1,234,504	76,404
Current liabilities	**2,320,374**	2,000,614	1,023,730	772,710	11,292
Non current liabilities	**-**	-	214,832	-	-
Share capital	**50,000**	50,000	50,000	50,000	50,000
Retained earnings	**2,209,684**	2,160,430	2,240,010	411,794	15,112
Total equity and liabilities	**4,580,058**	4,211,044	3,528,572	1,234,504	76,404

Statement of comprehensive income

	31 March 2026	31 March 2025	31 March 2024	31 March 2023	31 March 2022
	N'000	N'000	N'000	N'000	N'000
Revenue	**5,716,612**	4,763,479	2,741,226	1,401,147	106,969
Operating profit	**3,347,084**	1,966,729	2,721,419	589,519	10,534
Taxation	**(1,137,430)**	(646,309)	(893,203)	(192,836)	(3,426)
Profit for the year	**2,209,654**	1,320,420	1,828,216	396,683	7,108

THERMAX ENERGY & ENVIRONMENT LANKA (PVT) LTD

Board of Directors
Rabindranath Pillai
Deepak Joshi

Registered Office
Level 37, West Tower,
World Trade Center,
Colombo- 01

Bankers
Citi Bank, N.A.

Auditors
BDO Partners
Chartered Accountants
"Charter House"
65/2, Sir Chittampalam A Gardiner
Mawatha,Colombo - 02,
SRI LANKA.

INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDERS OF THERMAX ENERGY & ENVIRONMENT LANKA (PVT) LTD

Report on the audit of the financial statements

Opinion

We have audited the Financial Statements of Thermax Energy & Environment Lanka (Private) Limited ("the Company"), which comprise the statement of financial position as at 31st March 2026, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the Financial Statements, including a summary of material accounting policy information as set out on pages 05 to 17.

In our opinion, the accompanying Financial Statements give a true and fair view of the financial position of the Company as at 31st March 2026, and of its financial performance and its cash flows for the year then ended in accordance with Sri Lanka Accounting Standard for Small and Medium-sized Entities (SLFRS for SMEs).

Basis for Opinion

We conducted our audit in accordance with Sri Lanka Auditing Standards (SLAuSs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants issued by CA Sri Lanka (Code of Ethics), and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Matter

The Financial Statement of Thermax Energy & Environment Lanka (Private) Limited for the year ended 31st March 2025 were audited by another auditor who expressed an unmodified opinion on the 09th May 2025.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with SLFRS for SMEs and for such internal control as management determines is necessary to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SLAuSs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As a part of an audit in accordance with SLAuSs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that 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.

Report on Other Legal and Regulatory Requirements

As required by Section 163 (2) of the Companies Act No. 07 of 2007, we have obtained all the information and explanations that were required for the audit, and as far as it appears from our examination, proper accounting records have been kept by the Company.

BDO Partners
CHARTERED ACCOUNTANTS
Colombo
22nd April 2026
CW/dm

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH, 2026

	NOTE	2026		2025	
		LKR	Rs Lacs	LKR	Rs Lacs
ASSETS					
Non-current assets					
Property, plant and equipment	10	**913,078**	**3**	364,792	1
Intangible assets	11	**5,363,884**	**16**	6,721,123	19
Lease receivable	12	**755,914,555**	**2,271**	842,215,019	2,392
Total non-current assets		**762,191,517**	**2,290**	849,300,934	2,412
Current Assets					
Inventory	13	**19,120,318**	**57**	3,421,438	10
Trade and other receivables	14	**281,648,552**	**846**	242,901,685	690
Income tax receivable	15	**-**	**-**	9,986,456	28
Lease receivable	12	**86,300,464**	**259**	83,465,326	237
Short-term deposits	16	**100,010,274**	**300**	-	-
Cash and cash equivalents	17	**117,343,879**	**353**	82,996,457	236
Total current assets		**604,423,487**	**1,816**	422,771,362	1,201
Total assets		**1,366,615,004**	**4,105**	1,272,072,297	3,613
EQUITY AND LIABILITIES					
Capital and reserves					
Stated capital	18	**1,134,300,000**	**3,407**	1,134,300,000	3,222
Retained earnings		**112,814,645**	**339**	9,526,321	27
Total equity		**1,247,114,645**	**3,746**	1,143,826,321	3,249
Non-current assets					
Deferred tax liability	19	**1,788,475**	**5**	8,512,977	24
Other non-current liabilities	20	**33,849,043**	**102**	35,412,147	101
Total non-current liabilities		**35,637,518**	**107**	43,925,124	125
Current liabilities					
Trade and other payables	21	**76,752,185**	**231**	84,320,852	239
Income tax payable	15	**7,110,656**	**21**	-	-
Total current liabilities		**83,862,841**	**252**	84,320,852	239
Total liabilities		**119,500,359**	**359**	128,245,977	364
Total equity and liabilities		**1,366,615,004**	**4,105**	1,272,072,297	3,613

Figures in brackets indicate deductions.

The accounting policies and notes on pages 05 to 17 form an integral part of these Financial Statements.

I certify that these Financial Statements comply with the requirements of the Companies Act No.7 of 2007.

Mr. Arunprakash
HUB Head - SAARC

The Board of Directors is responsible for the preparation and presentation of these Financial Statements.

Approved and signed for and on behalf of the Board.

Mr. Deepak Joshi
Director

Mr. Rabindranath R. Pillai
Director

Colombo
22nd April 2026
CW/dm

THERMAX ENERGY & ENVIRONMENT LANKA (PVT) LTD

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
YEAR ENDED 31 MARCH, 2026

	NOTE	2025		2025	
		LKR	Rs Lacs	LKR	Rs Lacs
Revenue	4	**635,023,777**	**1,908**	1,327,642,785	3,771
Cost of sales		**(322,474,667)**	**(969)**	(1,191,436,099)	(3,384)
Direct expenses		**(57,007,729)**	**(171)**	(39,560,572)	(112)
Gross profit		**255,541,381**	**768**	96,646,114	274
Other income	5	**2,804,784**	**8**	11,803,036	34
Administrative expenses		**(67,102,363)**	**(202)**	(48,730,743)	(138)
Profits from operating activities		**191,243,802**	**574**	59,718,407	170
Finance income	6.1	**1,356,855**	**4**	657,455	2
Finance expenses	6.2	**(1,040,504)**	**(3)**	(3,641,680)	(10)
Profit before taxation		**191,560,153**	**575**	56,734,182	161
Income tax expense	8	**(55,588,347)**	**(167)**	(29,322,465)	(83)
Profit for the year		**135,971,806**	**408**	27,411,717	78
Other comprehensive income		**-**	**-**	-	-
Total comprehensive income/(expense)		**135,971,806**	**408**	**27,411,717**	**78**
Basic profit per share	9	**1.63**	**1.63**	0.33	0.33

Figures in brackets indicate deductions.

The accounting policies and notes on pages 05 to 17 form an integral part of these Financial Statements.

BDO Partners
Colombo

22nd April 2026

STATEMENT OF CHANGES IN EQUITY
YEAR ENDED 31 MARCH, 2026

	Stated Capital	Retained Earnings	Total
	LKR	LKR	LKR
Balance as at 01st April 2023	153,300,000	18,312,810	171,612,810
Profit for the year	-	(36,198,206)	(36,198,206)
Shares issued during the period	981,000,000	-	981,000,000
Balance as at 31st March 2024	1,134,300,000	(17,885,396)	1,116,414,604
Profit for the year	-	27,411,717	27,411,717
Balance at 31st March 2025	**1,134,300,000**	**9,526,321**	**1,143,826,321**
Profit for the year	-	135,971,806	135,971,806
Dividend declared during the year	-	(32,683,482)	(32,683,482)
Balance at 31st March 2026	**1,134,300,000**	**112,814,645**	**1,247,114,645**

Figures in brackets indicate deductions.

The accounting policies and notes on pages 05 to 17 form an integral part of these Financial Statements.

BDO Partners
Colombo

22nd April 2026

STATEMENT OF CASH FLOWS
YEAR ENDED 31 MARCH, 2026

	31 March 2026	31 March 2025
	LKR	LKR
Cash flows from operating activities		
Net profit before taxation	**191,560,153**	56,734,182
Adjustments for		
Depreciation	**314,927**	128,750
Amortisation of intangible assets	**1,357,239**	65,073
Interest income	**(1,356,855)**	(657,455)
Operating profit before working capital changes	**191,875,464**	56,270,550
Changes in working capital		
(Increase)/decrease in inventories	**(15,698,880)**	595,019,215
Decrease/(increase) in lease receiavble	**83,465,328**	(925,680,346)
(Increase)/decrease in trade and other receivables	**(38,746,867)**	152,903,444
(Decrease)/increase in trade and other payables	**(9,131,772)**	77,597,592
Cash generated / (used in) from operations	**211,763,273**	(43,889,544)
Income tax paid	**(45,204,230)**	(14,365,767)
WHT paid	**(11,507)**	-
Net cash used in operating activities	**166,547,536**	(58,255,311)
Cash Flows (used in) Investing Activities		
Acquisition of property, plant and equipment	**(863,213)**	-
Acquisition of intangible assets	**-**	(6,786,196)
Net Cash used in Investing Activities	**166,547,536**	**(58,255,311)**
Cash Flows (used in) Investing Activities		
Interest received	**1,356,855**	657,455
Short-term deposits	(100,010,274)	-
Dividends paid	**(32,683,482)**	-
Net cash flows from financing activities	**(131,336,901)**	657,455
Net (decrease)/increase in cash and cash equivalents	**34,347,422**	(64,384,052)
Cash and Cash Equivalents at the beginning of the year (Note A)	**82,996,457**	147,380,509
Cash and Cash Equivalents at the end of the year (Note B)	**117,343,879**	82,996,457
At the beginning of the year		Note A
Cash in bank	**82,996,457**	147,380,509
Cash in hand	**-**	-
	82,996,457	**147,380,509**
At the end of the year		Note B
Cash in bank	**117,343,879**	82,996,457
Cash in hand	**-**	-
	117,343,879	**82,996,457**

Figures in brackets indicate deductions.

The accounting policies and notes on pages 05 to 17 form an integral part of these Financial Statements.

BDO Partners
Colombo

22nd April 2026

THERMAX ENERGY & ENVIRONMENT LANKA (PVT) LTD

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH, 2026

1. CORPORATE INFORMATION

1.1. General information

Thermax Energy & Environment Lanka (Pvt) Ltd ("Company") is a limited liability company incorporated on 08 August 2017 in accordance with Companies Act No 7 of 2007 and domiciled in Sri Lanka. The registered office of the Company is located at Level 37, West Tower, World Trade Center, Colombo 01.

1.2. Principal Activities and Nature of Operations

The Company is primarily involved into marketing and sales support services to Thermax Ltd and finalise order terms with customers and sell its products-industrial equipment such as boilers, heaters, water and waste water treatment plants, air pollution control equipment, chemicals, absorption chillers, geothermal plants, solar based systems and power plants etc, support customers in installation, commissioning of equipment, sell spare parts and provide after-sales & related services to third-party customers in Sri Lanka. Apart from that the Company involved in a business of invests, installs, and operates a utility plant in customer premises and undertakes its comprehensive operation and maintenances along with supply chain management of all consumables including biomass fuels.

1.3. Parent Enterprise and Ultimate Parent Enterprise

The Company's parent undertaking is Thermax Onsite Energy Solution Ltd which is incorporated in India. In the opinion of the directors, the Company's ultimate patent undertaking and controlling party is RDA Holdings Pvt Ltd which is incorporated in India.

1.4. Date of Authorisation for Issue

The Financial Statements of Thermax Energy & Environment Lanka (Pvt) Ltd for the period ended 31st March 2026 were authorised for issue in accordance with the resolution of the Board of Directors on 22nd April 2025.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION

2.1. General accounting policies

2.1.1. Basis of preparation of Financial Statements

These Financial Statements have been prepared in accordance with the Sri Lankan Financial Reporting Standard for Small and Medium-sized Entities (SLFRS for SMEs) issued by the Institute of Chartered Accountants of Sri Lanka.

2.1.2. Statement of Compliance

The Financial Statements which comprise the statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flow together with accounting policies and notes have been prepared in accordance with the Sri Lanka Accounting Standard for Small and Medium-sized Entities issued by the Institute of Chartered Accountants of Sri Lanka and the requirements of the Companies Act No. 07 of 2007.

The functional currency of the Company is Sri Lankan Rupees. The Financial Statements of the Company are presented in Sri Lankan Rupees. The Financial Statements have been prepared on a historical cost basis otherwise indicated

2.1.3. Going Concern

The Board has made an assessment of the Company's ability to continue as a going concern and is satisfied that it has the resources to continue in business for the foreseeable future and they do not intend either to liquidate or to cease operations of the Company. Therefore, the Financial Statements continue to be prepared on a going concern basis.

2.1.4. Comparative information

The accounting policies have been consistently applied by the Company and are consistent with those of the previous year. The previous year's figures and phrases have been re-arranged wherever necessary to conform to the current year's presentation.

2.1.5. Changes in accounting policies

The accounting policies adopted are consistent with those of the previous financial year.

2.1.6. Foreign Currency Translations

The Financial Statements are presented in Sri Lankan Rupees, which is the Company's functional and presentation currency. Transactions in foreign currencies are initially recorded at the functional currency rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the reporting date. All differences are taken to profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES

The principal accounting policies applied in the preparations of the Financial Statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

3.1. Property, Plant and Equipment

3.1.1. Recognition and measurement

Plant and equipment is stated at cost, excluding the costs of day to day servicing, less accumulated depreciation and accumulated impairment in value. Such cost includes the cost of replacing part of the plant and equipment when that cost is incurred, if the recognition criteria are met.

3.1.2. Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement in the year the asset is derecognised.

3.1.3. Depreciation

Depreciation is recognised in the profit or loss on a straight-line basis over the estimated useful lives of each part of an item of Property, Plant and Equipment, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

The estimated useful lives for the current periods are as follows:

Computer and software	04 Years
Furniture and fittings	04 Years

Depreciation of an asset begins when it is available for use and ceases at the earlier of the dates on which the asset is classified as held for sale or is derecognised.

3.2. Intangible assets

Intangible assets represent computer software and related assets acquired by the Company and are stated at cost less accumulated amortisation and any accumulated impairment losses. These assets are amortised over a period of five years using the straight-line method.

3.3. Inventories

Inventories are measured at the lower of cost and net realisable value. The general basis on which cost is determined is:

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH, 2026

Raw Materials	- At purchase cost
Finished Goods and Work-in-Progress -	At the cost of direct materials, direct labour and a relevant proportion of manufacturing overheads based on normal operating capacity

At each reporting date, inventories are assessed for impairment by comparing the carrying amount of each item of inventory (or group of similar items) with its selling price less costs to complete and sell. If an item of inventory (or group of similar items) is impaired, its carrying amount is reduced to selling price less costs to complete and sell and an impairment loss is recognised immediately in profit or loss.

3.4. Lease Receivable

Boiler is placed in third parties to purchase reagents necessary for such asset with monthly minimum commitment value through finance lease arrangement. Finance lease assets are reported as receivable at an amount equal to the net investment in the lease. Lease income from finance leases is recognised over the term of the lease based on the effective interest rate method.

3.5. Cash and Cash Equivalents

Cash and cash equivalents are cash in hand demand deposits readily convertible to known amounts of cash and subject to insignificant risk of changes in value.

For the purpose of cash flow statement, cash and cash equivalents consist of cash in hand and deposits in banks net of outstanding bank overdrafts.

3.6. Stated Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

3.7.Defined Benefit Obligations

3.7.1 Defined Contribution Plan

Employees are eligible for Employees' Provident Fund Contributions and Employees' Trust Fund Contributions in line with the respective statutes and regulations in Sri Lanka. The Company contributes 12 % and 3% of gross emoluments of employees to Employees' Provident Fund and Employees' Trust Fund respectively.

In addition to the above, the Company also contributes 8% of gross emoluments of the Country Manager to Employee's Provident Fund.

3.7.2 Defined Benefit Plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related liability.

The present value of the defined benefit obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. Any changes in these assumptions will impact the carrying amount of defined benefit obligations.

Provision for retirement benefits payable to employee under the Payment of Gratuity Act No.12 of 1983 has not been made in the accounts since the number of employees of the Company has not exceeded 15 as at 31st March 2026.

3.8. Provisions

Provisions are recognised when the Company has a present obligation (legal or consouctive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

3.9 Taxation

a) Current Tax

Current income tax assets and liabilities for the current and prior periods 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 by the reporting date.

The provision for income tax is based on the elements of income and expenditure as reported in the Financial Statements and computed in accordance with the provisions of the relevant tax legislations.

b) Sales Tax

Revenues, expenses and assets are recognised net of the amount of sales tax except where the sales tax incurred on a purchase of assets or service is not recoverable from the taxation authorities in which case the sales tax is recognised as a part of the cost of the asset or part of the expense items as applicable and receivable and payable that are stated with the amount of sales tax included. The amount of sales tax recoverable and payable in respect of taxation authorities is included as a part of receivables and payables in the Balance Sheet.

c) Deferred Taxation

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable, that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

3.10 Revenue Recognition

Revenue from marketing and sales support services provided to Thermax Ltd, India is recognised as the services are rendered, based on the terms of the agreement and stage of completion, when it is probable that economic benefits will flow to the Company and the amount can be measured reliably.

Revenue from steam supply is recognised based on the actual quantity of steam supplied to customers, measured using metered consumption readings. Revenue is recognised when control is transferred to the customer and is billed at the contractually agreed rates.

3.10.1 Interest Income

Interest income is recognised in the statement of profit or loss as it accrues and is calculated by using the effective interest rate method.

3.11 Expenses

Expenses are recognised in the income statement on the basis of a direct association between the cost incurred and the earning of specific items of income. All expenditure incurred in the running of the business and in maintaining the property, plant and equipment in a state of efficiency has been charged to income statement.

THERMAX ENERGY & ENVIRONMENT LANKA (PVT) LTD

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH, 2026

4. REVENUE

	2026	2025
	Rs.	Rs.
Marketing and sales supporting fees	**11,989,954**	8,530,112
Revenue from operation	**479,004,337**	277,182,645
Domestic sales - Projects	**-**	965,023,971
Interest income on lease receivables	**144,029,486**	76,906,057
	635,023,777	1,327,642,785

5. OTHER OPERATING INCOME

	2026	2025
	Rs.	Rs.
Exchange (loss)/gain	**(367,847)**	3,029,260
Other operative income	**3,172,631**	8,773,776
	2,804,784	11,803,036

6. NET FINANCE EXPENSES

6.1 Finance income

	2026	2025
	Rs.	Rs.
Interest income	**1,356,855**	657,455
	1,356,855	657,455

6.2 Finance expenses

	2026	2025
	Rs.	Rs.
Overdraft interest	**-**	540,969
Unwinding of discount	**1,040,504**	3,100,711
	1,040,504	3,641,680
Net finance income/(expenses)	**316,351**	(2,984,226)

7. PROFIT/(LOSS) BEFORE TAX IS STATED AFTER CHARGING ALL EXPENSES INCLUDING THE FOLLOWING:

	2026	2025
	Rs.	Rs.
Audit fees	845,625	850,000
Depreciation	314,927	128,750
Amortisation of intangible assets	1,357,239	65,073
Salaries and wages	13,262,115	8,104,402
EPF expenses	1,889,992	1,242,969
ETF expenses	395,523	243,132

8. TAXATION

	2026	2025
	Rs.	Rs.
Income tax provision for the year	**63,322,251**	4,996,720
Over provision from prior year	**(1,009,402)**	-
Deferred tax charge	**(6,724,502)**	24,325,745
Income tax expense reported in the income statement	**55,588,347**	29,322,465

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH, 2026

8.1 Reconciliation between the current tax expense and the product of accounting profit

	2026	2025
	Rs.	Rs.
Accounting profit before tax	**191,560,153**	56,734,182
Aggregate of disallowed items	**24,469,025**	37,850,415
Aggregate of allowed items	**(2,150,224)**	(27,407,070)
Aggregate of gains from realisation of business assets - realised gains	**(2,804,784)**	(30,272,177)
Aggregate of accounting profit on realisation of business assets	-	-
Income from other sources	**(1,356,855)**	(452,712)
Taxable profit from trade and business	**209,717,315**	36,452,637
Investment income	**1,356,855**	452,712
Utilisation of tax losses during the period		(20,249,616)
Taxable income	**211,074,170**	16,655,733
Income tax @ 30%	**63,322,251**	4,996,720
Total income tax	**63,322,251**	4,996,720

9. BASIC PROFIT/(LOSS) PER SHARE

The basic profit per share is calculated by dividing the net profit for the year attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the year.

	2025/2026	2024/2025
	Rs.	Rs.
Amounts used as numerator		
Profit attributable to ordinary shareholders	**135,971,806**	27,411,717
Number of ordinary shares used as the denominator		
Weighted average number of ordinary shares in issue	**83,313,367**	83,313,367
	1.63	0.33

10. PROPERTY, PLANT AND EQUIPMENT

	COST/VALUATION				DEPRECIATION				W.D.V.	
	Balance as at 01.04.2025	Additions/ revaluation	Disposals	Balance as at 31.03.2026	Balance as at 01.04.2025	Charge for the year	Disposals/ transfers	Balance as at 31.03.2026	Balance as at 31.03.2026	Balance as at 01.04.2025
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
At cost										
Computers and software	133,500	794,700	-	928,200	133,500	191,197	-	324,697	603,503	-
Furniture and fittings	515,000	68,513	-	583,513	150,208	123,730	-	273,938	309,575	364,792
	648,500	**863,213**	**-**	**1,511,713**	**283,708**	**314,927**	**-**	**598,635**	**913,078**	**364,792**

During the year, the Company acquired Property, Plant and Equipment to the aggregate value of 863,213 (2025 - Nil). Cash payments amounting to Nil (2024 - Nil).

11. INTANGIBLE ASSETS

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
Computer Software - Cost		
Balance at the beginning of the year	**6,786,196**	-
Additions during the year	**-**	6,786,196
Balance at the end of the year	**6,786,196**	6,786,196
Computer Software - Amortisation		
Balance at the beginning of the year	**65,073**	-
Charge for the year	1,357,239	65,073
Balance at the end of the year	**1,422,312**	65,073
Carrying value	**5,363,884**	6,721,123

THERMAX ENERGY & ENVIRONMENT LANKA (PVT) LTD

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH, 2026

12. LEASE RECEIVABLE

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
Balance at the beginning of the year	925,680,345	-
Addition during the period	**-**	965,023,971
Interest income	**144,029,486**	76,906,057
Payment received	**(227,494,812)**	(116,249,682)
Balance at the end of the year	**842,215,019**	925,680,345

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
Current	86,300,464	83,465,326
Non- current	**755,914,555**	842,215,019
	842,215,019	925,680,345

13. INVENTORIES

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
Ruber wood chips	5,332,066	3,421,438
Spare parts	**13,788,252**	-
	19,120,318	3,421,438

14. TRADE AND OTHER RECEIVABLES

			As at 31.03.2026	As at 31.03.2025
			Rs.	Rs.
Trade receivable	- Related party	**14.1**	**4,203,939**	3,905,899
	- Other		**270,971,986**	158,330,573
Other receivable	- Related party	**14.2**	**-**	8,813,211
	- Other		**6,472,627**	71,852,002
			281,648,552	242,901,685

14.1 Trade Receivables from Related Parties

			As at 31.03.2026	As at 31.03.2025
		Relationship	**Rs.**	Rs.
Thermax Limited - India	Affiliate company	Affiliate Company	**4,203,939**	3,905,899
			4,203,939	3,905,899

14.2 Other Receivables from Related Parties

		As at 31.03.2026	As at 31.03.2025
	Relationship	**Rs.**	Rs.
Thermax Limited - India	Affiliate company	**-**	-
Thermax Onsite Energy Solutions Limited	Affiliate company	-	8,813,211
		-	8,813,211

15. INCOME TAX (RECEIVABLE)/PAYABLE

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
Income tax (receivable)/payable		
At the beginning of the year	**(9,986,456)**	(417,193)
Provision made during the year	**63,322,251**	4,996,720
Over Provision of Income Tax	**(1,009,402)**	-
Payments made during the year	**(45,204,230)**	(14,365,767)
WHT set-off	**(11,507)**	(200,216)
Balance at the end of the year	**7,110,656**	(9,986,456)

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH, 2026

16. Short Term Deposits

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
Fixed deposits - Citi Bank	**100,000,000**	-
Interest receivable on fixed deposits	**10,274**	-
	100,010,274	-

17. CASH AND CASH EQUIVALENTS

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
Favourable balances		
Cash in bank	**117,343,879**	82,996,457
	117,343,879	82,996,457

18. STATED CAPITAL

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
Number of shares		
- Ordinary shares (Nos.)	**83,313,367**	83,313,367
	83,313,367	83,313,367
Value		
- Ordinary shares (Rs.)	**1,134,300,000**	1,134,300,000
	1,134,300,000	1,134,300,000

19. DEFERRED TAX (ASSET)/LIABILITY

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
Balance as at 01st April	8,512,977	(15,812,768)
Provision made during the year	**(6,724,502)**	24,325,745
Balance as at 31st March	**1,788,475**	8,512,977

The recognised deferred tax asset is attributable to the following.

	As at 31.03.2026		As at 31.03.2025	
	Temporary Difference	Tax Effect	Temporary Difference	Tax Effect
	Rs.	Rs.	Rs.	Rs.
On property, plant and equipment	-	-	(112,281)	(33,684)
On accumulated tax loss	-	-	(1,783,308)	(534,992)
On unrealised exchange difference gain/(loss)	-	-	30,272,177	9,081,653
Balance as at 31st March	-	-	28,376,588	8,512,977

20. OTHER NON CURRENT LIABILITIES

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
Trade deposit	13,227,008	12,186,504
Prepaid lease rental	**20,622,035**	23,225,643
	33,849,043	35,412,147

21. TRADE AND OTHER PAYABLES

		As at 31.03.2026	As at 31.03.2025
		Rs.	Rs.
Trade payable	Note 10.1	31,410,925	46,814,642
Other payable- Related party		-	15,529,072
- Other		**45,341,260**	21,977,138
		76,752,185	84,320,852

21.1 Other payables to related parties

		As at 31.03.2026	As at 31.03.2025
		Rs.	Rs.
	Relationship		
Thermax Onsite Energy Solutions Limited	Affiliate company	-	15,529,072
		-	15,529,072

22. UNRECOGNISED CONTRACTUAL COMMITMENTS

There were no commitments and contingencies existing at the date of the statement of financial position.

23. ASSETS PLEDGED

The Company does not have asset pledged as at reporting date.

24. EVENTS OCCURRING AFTER END OF THE REPORTING PERIOD

No circumstances have arisen since the end of the reporting period which would require adjustments to, or disclosures, in the Financial Statements, other than those disclosed below.

25 RELATED PARTY TRANSACTIONS

25.1 The Company has had the following transactions with related entities during the year in the ordinary course of business at commercial rates.

		As at 31.03.2026	As at 31.03.2025
		Rs.	Rs.
Thermax Limited India	Receipts	(11,724,321)	(7,028,189)
	Marketing and sales supporting services	11,989,954	8,762,020
	Shipments during the year	-	(353,882,977)
	Exchange gain/loss	32,408	16,154,464
		4,203,939	
Thermax Onsite Energy Solutions Limited	Advance payment	2,717,756	8,813,211
	Payment during the year	15,771,904	-
	Shipments during the year	(11,312,962)	-
	Purchasing of intangible assets	-	(15,529,072)
	Exchange gain/loss	(460,837)	-

25.2 Transactions with Key Management Personnel of the Company.

The Key Management Personnel of the Company are the members of its Board of Directors and its Country Manager.

	As at 31.03.2026	As at 31.03.2025
	Rs.	Rs.
26. Key Management Personnel Compensation		
Transactions with Key Management Personnel	-	8,171,834
Short-term benefits	-	512,652
Performance incentives	-	1,006,987

Nature of Transaction	Balance reported 31.03.2025	Re-classification adjustment	Re-classfified balance 31.03.2025
	Rs.	Rs.	Rs.
Statement of financial position			
Lease Receivable - Current	**227,494,812**	**(144,029,485)**	83,465,326
Lease Receivable - Non-Current	**698,185,534**	**144,029,485**	842,215,019

27. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company is mainly exposed to foreign currency risk, credit risk, recoverable risks, liquidity risks, operational risk, and compliance risk.

28. FINANCIAL RISK MANAGEMENT

Foreign exchange risk

The Company's exposure to foreign exchange risk is limited as its main income is through generation and supply of steam in Sri Lanka. The billing and collection from such customer is in local currency.

Credit risk

The Company does not face any credit risk as all the recievables from within or outside the Company are received as per due date.

Trade Receivables

Trade receivables is from outside customer as well as from related party, however, no risk is associated with it as the amounts are received accordingly to the credit period given.

Liquidity risk

The Company is generating sufficient cashflow from operations to manage its liquity.

Operational Risk

The Board of Directors have the overall responsibility for the establishment and oversight of the Company's risk management framework, which includes developing and monitoring the Company's risk management policies.

Compliance Risk

Compliance risk is defined as the potential financial loss or other damages arising from the failure to adhere to any law or regulatory requirement applicable to the Company, such as the Company's Act of 07 of 2007, Sri Lanka Accounting and Audit Standards, guidelines set by Inland Revenue Department and Board of Investment Sri Lanka.

THERMAX ENERGY & ENVIRONMENT LANKA (PVT) LTD

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH, 2026

DETAILED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31ST MARCH 2026

	Statement	2025/2026	2024/2025
		Rs.	Rs.
Revenue	1	**635,023,777**	1,327,642,785
Cost of sales	2	**(322,474,667)**	(1,191,436,099)
Direct expenses	3	**(57,007,729)**	(39,560,571)
Gross profit		**255,541,381**	96,646,114
Other operating income	4	**2,804,784**	11,803,036
Administrative expenses	5	**(67,102,363)**	(48,730,743)
Profit from operating activities		**191,243,802**	59,718,407
Finance income		**1,356,855**	657,455
Finance expenses		**(1,040,504)**	(3,641,680)
Net finance expenses/income		**316,351**	(2,984,225)
Profit from operating activities		**191,560,153**	56,734,182

	2025/2026	2024/2025
	Rs.	Rs.
Statement - 1		
REVENUE		
Marketing and sales supporting fees	**11,989,954**	8,530,112
Revenue from operation	**479,004,337**	277,182,645
Domestic sales - projects	**-**	965,023,971
Interest income on lease receivables	**144,029,486**	76,906,057
	635,023,777	1,327,642,785
Statement - 2		
COST OF SALES		
Inventory at the beginning of the year	**3,421,438**	598,440,653
Purchase	**324,385,295**	1,561,440,855
Inventory at the end of the year	**(5,332,066)**	(3,421,438)
	322,474,667	2,156,460,070
Derecognition of inventory WIP - boiler	**-**	(965,023,971)
	322,474,667	1,191,436,099
Statement - 3		
DIRECT EXPENSES		
Manpower expenses	**49,226,072**	25,750,092
Insurance	**4,194,157**	1,747,680
Warranty expenses	**3,587,500**	12,062,800
	57,007,729	39,560,571

	2025/2026	2024/2025
	Rs.	Rs.
Statement - 4		
OTHER OPERATING INCOME		
Exchange gain/(loss)	**(367,847)**	3,029,260
Other operative income	**3,172,631**	8,773,776
	2,804,784	11,803,036
Statement - 5		
ADMINISTRATIVE EXPENSES		
Salaries and wages	**13,262,115**	8,104,402
EPF expenses	**1,889,992**	1,242,969
ETF expenses	**395,523**	243,132
Performance incentive	**2,825,087**	826,545
Accounting charges	**-**	963,900
Accommodation expense	**-**	91,200
Audit fee	**845,625**	850,000
Bank charges	**226,492**	131,919
BOI fees	**-**	177,908
Communication expense	**144,359**	126,827
Depreciation	**314,927**	128,750
Amortisation of intangible assets	**1,357,239**	65,073
Food expense	**1,069,134**	1,153,498
Foreign travelling	**1,331,711**	4,866,476
Fuel expense	**-**	6,497,082
House rent	**600,000**	600,000
Legal and professional fees	**2,823,166**	6,083,224
Local conveyance	**1,813,228**	669,806
Miscellaneous expenses	**2,573,241**	600,101
Payroll processing fees	**-**	322,568
Insurance	**95,726**	64,505
Meeting expense	**-**	41,538
Office rent	**184,000**	259,911
One-time lump sum payment	**-**	13,561
Stamp duty expense	**-**	300
Under provision of professional fee	**-**	37,790
Secretarial charges	**-**	176,776
Consumables	**11,337,130**	2,563,513
APIT expense	**1,151,140**	1,384,012
Site expenses	**22,862,528**	8,075,459
LC guarantee charges	**-**	2,367,998
	67,102,363	48,730,743

DANSTOKER POLAND SP. ZO.O.

Management Board

Mahesh Channakeshaviah Bukinkere (Chairman)
Peter Overgaard (Vice Chairman of the Board)
Sanjay Reddy (Board Member)

Registered Office

Ostrowiec Św. ul. Kolejowa 20

Auditors

Grant Thornton Polska P.S.A.
ul. Abpa Antoniego Baraniaka 88 E
61-131 Poznań
Polska

Chief Operating Officer

Grzegorz Borkowski

In charge of the books of account

Michał Musiał

Bankers

mBank

Management's declaration

In accordance with Article 52 of the Accounting Act of 29 September 1994 with subsequent amendments, the Management Board of the Company Danstoker Poland Sp. z o.o. presents its financial statements for the financial year ended March 31st 2026, consisting of:

- the balance sheet prepared as at March 31st 2026,
- the profit and loss account for the period April 1st 2025 to March 31st 2026,
- the statement of cash flows for the period April 1st 2025 to March 31st 2026, the statement of changes in shareholders' equity for the period. April 1st 2025 to March 31st 2026,
- additional information, consisting of introduction and notes to the financial statements.

The financial statements have been prepared in accordance with the presented provisions of the Accounting Act, and give a true and fair view of the Company's financial position and financial result.

Company representatives

Mahesh Bukinkere

President of the Board

Peter Overgaard

Vice-President of the Board

Sanjay Reddy

Member of the Board

Independent Auditor's Report

For the Shareholders of Danstoker Poland Sp. z o.o.

Opinion

We have audited the annual financial statements of Danstoker Poland Sp. z o.o. (the Company) with its registered office in Ostrowiec Świętokrzyski, 20 Kolejowa street, which comprise the introduction to the annual financial statements, balance sheet as of March 31, 2026, the profit and loss account, statement of changes in equity, cash flow statement for the financial year then ended, additional notes and explanations.

In our opinion, the accompanying annual financial statements:

- give a true and fair view of the financial position of the Company as of March 31, 2026 and of its financial performance and of its cash flows for the financial year then ended in accordance with the Accounting Act of September 29, 1994 (the Accounting Act) and adopted accounting principles (policy),
- were prepared on the basis of properly maintained books of account,
- comply with the laws affecting the content and form of the annual financial statements and the provisions of the Company's articles of association.

Basis of Opinion

We conducted our audit in accordance with:

- the Act of May 11, 2017 on statutory auditors, audit firms, and public supervision (the Act on Statutory Auditors) and
- National Standards on Auditing in the wording of International Standards on Auditing adopted by resolutions of the National Council of Statutory Auditors and the Council of Polish Agency for Audit Oversight (NSA).

Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Annual Financial Statements section of our report.

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Handbook of the International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) adopted by the National Council of Statutory Auditors' resolution together with the ethical requirements that are relevant to our audit of the financial statements in Poland. We have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management Board for the Annual Financial Statements

The Management Board of the Company is responsible for the preparation, on the basis of properly maintained books of account, of these annual financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Act, regulations issued on the basis thereof, adopted accounting principles (policy), other legal regulations, and the Company's articles of association. The Management Board of the Company is also responsible for such internal control as the Management Board determines is necessary to enable the preparation of annual financial statements that are free from material misstatements, whether due to fraud or error.

In preparing the annual financial statements, the Management Board 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 Management Board either intends to liquidate the Company or to cease the operations, or has no realistic alternative but to do so.

In accordance with the Accounting Act, the Management Board of the Company is obliged to assure compliance of the annual financial statements with the requirements of the Accounting Act.

Auditor's Responsibilities for the Audit of the Annual Financial Statements

Our objectives are to obtain reasonable assurance about whether the annual 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 NSAs 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 annual financial statements.

The scope of the audit does not include assurance on the future viability of the Company or on the efficiency or effectiveness with which the Management Board has conducted or will conduct the affairs of the Company.

As part of an audit in accordance with NSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management Board.
- Conclude on the appropriateness of the Management Board'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 annual 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 annual financial statements, including the disclosures, and whether the annual 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.

Other Information including the Report on the Company's operations

The other information comprises the Report on the Company's operations for the financial year ended March 31, 2026. The Management Board of the Company is responsible for the preparation of the Report on the Company's operations in accordance with the Accounting Act and other legal regulations. The Management Board of the Company is obliged to assure compliance of the Report on the Company's operations with the requirements of the Accounting Act.

Our opinion on the annual financial statements does not cover the Report on the Company's operations and we do not express any form of assurance conclusion thereon that results from NSAs. In connection with our audit of the annual financial statements, our responsibility is to read the Report on the Company's operations and, in doing so, consider whether it is materially inconsistent with the annual financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of the Report on the Company's operations, we are required to report that fact. Additionally, according to the Act on Statutory Auditors, our responsibility is to express an opinion on whether the Report on the Company's operations has been prepared in accordance with legal regulations and whether information included therein is consistent with the accompanying annual financial statements.

In our opinion, the Report on the Company's operations has been prepared in accordance with the applicable legal regulations, i.e. Article 49 of the Accounting Act, and information included therein is consistent with the accompanying annual financial statements. Moreover, taking into account our knowledge of the Company and its environment obtained during the audit of the annual financial statements, we state that we have not identified any material misstatements in the Report on the Company's operations.

Przemysław Zawadzki

Statutory Auditor No. 11337

Key Audit Partner performing the audit on behalf of

Grant Thornton Polska Prosta spółka akcyjna,

Poznań, ul. Abpa Antoniego Baraniaka 88 E, Audit Firm No. 4055

Warsaw, June 29, 2026.

MANAGEMENT REPORT ON THE COMPANY'S ACTIVITIES FOR THE FINANCIAL YEAR ENDED 31.03.2026

I. Legal and organizational Status

Danstoker Poland Sp. z o.o. (hereinafter referred to as "the Company"), with its registered office in Ostrowiec Świętokrzyski, 20 Kolejowa Street, is a limited liability company incorporated under the Commercial Companies Code. The Company is registered in the National Court Register (Register of Entrepreneurs) maintained by the District Court in Kielce, 10th Commercial Division of the National Court Register, under registration number 0000652298.

The Company has no branches.

The sole shareholder and owner of 100% of the total shares is Danstoker A/S, based in Herning, Denmark.

During the financial year, there were no amendments made to the Company's Articles of Association.

There were no changes in the composition of the Company's Management Board during the financial year. Current Members of the Management Board:

- Mahesh Bukinkere,
- Peter Overgaard,
- Sanjay Reddy.

II. Material events occurring in the financial period and after the financial period, affecting the Company's operations and organizational matters

During the financial year, the Company recorded a recovery in the biomass boiler market, linked to the gradual rollout of funds allocated for the energy transition. Due to price uncertainty in the energy carrier market, the Company has observed a slowdown in the industrial boiler segment.

Regarding gas boilers, the Company does not expect a significant increase in orders in the coming year. The Company is developing new technical solutions tailored to current customer needs in line with the energy transition, particularly in the electric boiler segment. As of the balance sheet date, the order book value amounted to PLN 34 million (of which PLN 5.3 million has been invoiced and recognized as deferred revenue).

The Management Board analyzed the potential impacts of the current conflict in the Middle East, which has not significantly affected the Company's situation. Nevertheless, rising fuel prices may lead to increased costs of materials and services. This situation could also influence market conditions, particularly demand for natural gas-fired boilers. Management will continue to monitor potential impacts and will take all possible steps to mitigate any adverse effects on the entity; however, no direct consequences related to this matter are currently known to the Management Board. Based on this analysis, no threat to the Company's ability to continue as a going concern was identified.

The Company's operations continue to be financed through a loan from its sole shareholder, Danstoker A/S. Due to declining interest rates, borrowing costs are lower than in previous years (amounting to PLN 480 thousand in interest). During the financial year, the Company repaid the loan principal and interest in the total amount of PLN 3,196 thousand.

III. Foreseen Company development

Danstoker Poland Sp. z o.o. reaffirms its plan to become a leader in boiler production in Poland and Eastern Europe. With the activation of European funds for the energy transition, the Company anticipates expanding its offerings in electric boilers and energy storage systems.

The Company is strengthening its market position and enhancing its brand recognition through the Danstoker and Thermax brands.

IV. Achievements in research and development

The Company does not conduct research in the field of technological development.

V. Current and forecasted financial situation

During the financial year the Company recorded a loss of PLN 465 tsd. Net revenues from the sale of products, services and goods reached PLN 27.772 tsd., including revenues from the group of PLN 7.535 tsd. The sales plan for the next year assumes an increase in sales revenue and improvement of the net financial result.

Current financial situation (data in thousands of PLN):

1) Balance = 41.475
2) Net loss = 465
3) Achieved revenues: 32.254 comprises of:
   a) Net revenue from sales and equivalent: 30.490
   b) Other operating revenue: 1.764
4) Costs: 33.399 comprises of:
   a) Operating costs: 31.313
   b) Other operating costs: 1.497
   c) Financial costs: 589

VI. Acquisition of Treasury Shares

The company has not purchased own share during financial year.

VII. Information on financial instruments

The information is included in the notes to the financial statements in Notes 52-56.

VIII. Financial indicators

	31.03.2026	31.03.2025
ROA %	-1,19	3,54
ROE %	-5,94	18,73
Return on sales %	-1,67	3,54
Current ratio	1,90	2,60
Quick ratio	0,83	1,04
Days Sales Outstanding	53,37	27,85
Equity to fixed assets ratio %	35,02	35,49

Defined:

$$ROA\ \% = \frac{net\ profit}{average\ assets\ value\ in\ the\ year}$$

$$ROE\ \% = \frac{net\ profit}{average\ value\ of\ the\ equity\ in\ the\ year}$$

$$Return\ on\ sales\ \% = \frac{net\ profit}{sales\ of\ products\ and\ goods}$$

$$Current\ ration = \frac{current\ assets}{short\ term\ liabilities}$$

$$Quick\ ratio = \frac{current\ assets\ (without\ \text{more than 12 months}) - intentories}{short\ term\ liabilities\ (without\ \text{more than 12 months})}$$

$$Days\ Sales\ Outstanding = \frac{average\ receivables\ balance\ in\ the\ year\ x\ 365\ days}{sales\ of\ products\ and\ goods}$$

$$Equity\ to\ fixed\ assets\ ratio\ \% = \frac{equity + longterm\ provisions}{fixed\ assets}$$

IX. Non-financial indicators

Number of accidents at work: 2, individual, non-serious.

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Mahesh Bukinkere

President of the Board

.....

Peter Overgaard

Vice-President of the Board

.....

Sanjay Reddy

Member of the Board

May 25th 2026

DANSTOKER POLAND SP. ZO.O.

Additional Information

1. General information

The financial statements of Danstoker Poland Spółka z ograniczoną odpowiedzialnością (herainafter: "the Company"), with its registered office in Ostrowiec Świętokrzyski ul. Kolejowa 20, have been prepared in accordance with the Accounting Act of 29 September 1994 and the Code of Commercial Partnerships and Companies of 15 September 2000.

The Company's activities consist of:

Designing and production of boilers, high pressure tanks, heat exchangers and steel constructions.

Classification of the Company's activities in accordance with PKD [Polish Classification of Activities] 2007:

Core activity:

- Production of heaters and central heating boilers.

Secondary activities:

- Production of steel structures and their parts
- Production of other tanks, cisterns, and metal containers
- Metal forging and surfacing metals with various coatings
- Mechanical machining of metal elements
- Production of other metal finished goods not classified elsewhere
- Operations in the scope of professional design
- Operations in the scope of engineering and related technical advisory
- Construction of water and waste water, heating, gas and cooling systems.

On 14th of December 2016 the company entered in the Business Register of the National Court Register (Krajowy Rejestr Sądowy KRS) in number KRS 0000652298.

In accordance with its statute/articles of association, the Company has been formed for an unspecified time. The duration of the company is unlimited.

The Company's Management Board comprises:

- Mahesh Bukinkere,
- Peter Overgaard,
- Sanjay Reddy.

2. Presentation of financial statements

The Company is presenting its financial statements for the financial year from April 1st 2025 to March 31st 2026.

The financial statements have been prepared on the assumption that the Company will continue as a going concern in the foreseeable future of no less than a year from the balance sheet date with no reduction of scope.

The company has been assured by its owner on further supporting the business. With that there are no other threats to pursue the operations.

The Company is presenting additional information to the balance sheet in accordance with Appendix No. 1 to the Accounting Act.

3. Comparability of data

This financial statement consists of a balance sheet presenting the financial position as of March 31, 2026 and the end of the previous financial year (March 31, 2025), the financial result in the profit and loss account, changes in equity in the statement of changes in equity, cash inflows and outflows in the cash flow statement for both the current and previous financial years.

4. Accounting methods

The financial statement has been prepared in accordance with the requirements of the Accounting Act of September 29, 1994, applicable to entities continuing their operations.

The accounting methods adopted by the Company are applied continuously and are consistent with the accounting methods applied in the previous financial year.

The Company prepares its profit and loss account by kind.

In its financial statements the Company discloses economic events in accordance with their economic substance.

The Company's financial result for the financial year includes all revenue earned by and due to the Company, as well as all the costs associated with such revenue in accordance with the accrual method, the matching concept and the prudence principle.

4.1. Profit and loss account

4.1.1. Revenue

Sales revenue includes net amounts undoubtedly due or received as a result of sales, i.e. amounts reduced by applicable output value added tax (VAT), recorded in the periods to which they pertain. Revenue from the sale of finished products, goods for resale and raw materials is recognized in the profit and loss account when the significant risks and benefits of their ownership are transferred onto the buyer.

All costs incurred due to the performance of an unfinished service covered by a contract with a performance period not longer than 6 months until the completion of the contract, are presented as work in progress. Orders with a performance period of more than 6 months are accounted for as long-term contracts.

In accordance to Article 34a paragraph. 2 of the Accounting Act, revenues from unfinished service, including construction services, in the period from the conclusion of the contract to the balance sheet date - after deduction of revenues that influenced the financial result in previous reporting periods - are determined in proportion to the stage of its advancement. The stage of advancement of the service is measured by the share of costs incurred from the date of conclusion in the total costs of the service.

4.1.2. Costs

The Company records its costs by nature. The costs of finished products, goods for resale and raw materials sold include costs directly associated with them, as well as a justified portion of indirect costs. The portion of indirect production costs that does not correspond to the level of such costs when normal production capacity is utilized constitutes a cost of the period in which it was incurred.

In addition, the Company's financial result is affected by:

- Other operating revenue and costs indirectly related to the Company's operations, such as, among others, profits and losses from the sale of non-financial fixed assets, revaluation of non-financial assets, formation and release of provisions for future risks, penalties, fines and damage compensation, the receipt or presentation of donations.
- Financial revenue from dividends (shares in profits), interest, profits from the sale of investments, revaluation of investments, foreign exchange gains.
- Financial costs of interest, losses on the sale of investments, revaluation of investments, foreign exchange losses.

4.1.3. Taxation

The Company's gross financial result is adjusted by:

- its current corporate income tax liabilities,
- changes in deferred income tax assets and provisions for deferred income tax

Deferred tax – the Company does not apply the simplifications arising out of Article 37 par. 10 of the Accounting Act, which make it possible to omit the calculation of deferred income tax assets and provisions for deferred income tax.

4.1.4. Current income tax

Current income tax – the Company

- is subject to the provisions of the Corporate Income Tax Act,
- is not exempt from corporate income tax based on Article 17 of the Corporate Income Tax Act.

The Company's current corporate income tax liabilities are calculated in accordance with binding tax regulations.

4.1.5. Deferred income tax

Due to temporary differences in the value of the assets and liabilities shown in the books of account and their tax value, as well as the tax losses that may be deducted in the future, the Company creates a provision for deferred income tax and determines the value of deferred tax assets relating to the income tax of which it is a payer.

Deferred income tax assets are set at an amount expected to be deducted from income tax due to negative temporary differences, which will reduce the future tax base, as well as any deductible tax loss determined in accordance with the prudence principle.

Provisions for deferred income tax are created at the amount of income tax that will be payable in the future due to the existence of positive temporary differences, i.e. differences that will increase the tax base in the future.

The deferred portion disclosed in the profit and loss account constitutes the difference between the balance of provisions for deferred income tax and deferred income tax assets as at the end and beginning of the reporting period.

Provisions for deferred income tax and deferred income tax assets relating to transactions settled against equity are charged to equity.

The Company has adopted a method of not offsetting deferred income tax assets and provisions for deferred income tax.

The Company has adopted the following method for the reversal of temporary differences:

- if corporate income tax rates are different in the different financial years, the Company adopted the FIFO method in the reversal of temporary differences.

The amount of provisions for deferred income tax and deferred income tax assets is determined by taking into account the income tax rates applicable in the year in which the tax liability arose.

4.2. Balance sheet

4.2.1. Intangible fixed assets are property rights that may be used economically, with an expected economic useful life of more than a year, held for use for the Company's needs. They are stated at acquisition cost or cost of production for development work, less accumulated amortization and permanent impairment losses.

Intangible fixed assets include in particular

- costs of research and development completed with a positive outcome that will be used in production,
- acquired goodwill,
- copyrights, neighboring rights, licenses, concessions,
- rights to inventions, patents, trademarks, utility models,
- know-how

Intangible fixed assets are amortized using the straight-line method in the period of their expected economic usefulness, using the following rates:

- costs of completed research and development 20%,
- acquired goodwill 20%,
- copyrights, licenses, concessions, trade marks 50%,
- computer software 50%,
- other intangible fixed assets 20%,
- intangible fixed assets with an initial per-item value of no more than 10 thousand zł – amortized on a one-off basis.

If the economic useful life of the results of research and development work cannot be estimated reliably, the amortization period does not exceed 5 years.

4.2.2. Fixed assets are tangible fixed assets and their equivalents with expected economic useful lives of more than one year, which are complete and may be used for the Company's purposes. They are stated at acquisition cost, cost of production or revalued amount (after revaluation of assets), less accumulated depreciation and permanent impairment losses.

The acquisition cost and cost of production of fixed assets includes all the costs incurred by the Company for the period of their construction, assembly, adaptation and improvement up to the date on which they are taken over for use.

The acquisition cost or the cost of production of fixed assets includes the costs of the liabilities taken out in order to finance them and the related foreign exchange differences. The costs of the liabilities are decreased by the related revenue.

In accordance with the Accounting Act, the opening value and accumulated depreciation of fixed assets may, based on separate regulations, be subject to revaluation. The net book value of a fixed asset determined as a result of its revaluation should be no higher than its actual value, the writing down of which in the expected period of its further use is economically justified. The most recent revaluation of fixed assets was conducted using the rates announced by the Main Statistical Office (GUS) as at 1 January 1995.

The initial value of a fixed asset, constituting its acquisition cost or cost of production, is increased by the costs of improvements made to the asset, consisting of its reconstruction, expansion or modernization, resulting in its value in use after the improvements being higher than its initial value in use.

Used by the Company for tax purposes are the depreciation rates set forth in the Corporate Income Tax Act dated 15 February 1992, defining the value of tax-deductible depreciation.

Assets with expected useful lives of no more than one year or initial values of no more than 10,0 thousand zł are written off at the moment at which they are given over for use.

Fixed assets are depreciated using the straight-line starting from the month following the month in which they were taken over for use, in the period corresponding to the estimated period of their economic usefulness.

The following depreciation rates are used:

- land in perpetual usufruct 0%
- buildings and constructions 2,5%/10%,
- plant and equipment, (excluding computer hardware), 10%/14%/18%,
- computer hardware, 30%,
- vehicles, 14%/20%,
- other fixed assets. 20%.

4.2.3. Fixed assets under construction are stated at the total costs directly associated with their acquisition or production, less permanent impairment. Included in the acquisition cost or cost of production of fixed assets under construction are the costs of liabilities taken out to finance them along with the related foreign exchange differences, less the resulting revenue.

4.2.4. **Tangible** components of current assets **are stated at acquisition cost or cost of production no higher than their net realizable price as at the balance sheet date.**

Individual groups of inventory are valued as follows:

Raw materials	purchase price
Semi-finished products and work in progress	cost of production
Finished products	cost of production
Goods for resale	purchase price

Costs of production do not include the following costs:

- arising out of unused production capacity and production losses,
- general administrative costs not associated with bringing the product to the form and place in which it occurs on the valuation date,
- costs of storing finished products and semi-finished products, unless such costs are a part of the production process,
- costs of sales.

In situations justified by the necessity to prepare goods for resale or products for sale, or by a long production process, the acquisition price or production cost is increased by the costs of the liabilities taken out in order to finance the inventory of goods for resale or finished products in the period in which they were being prepared for sale or manufactured, and the related foreign exchange differences, less the related revenue.

Revaluation write-downs of tangible components of current assets made due to their impairment or resulting from their valuation to net realizable prices reduce the value of the items in the balance sheet and are recorded under other operating costs.

Inventory outflow valuation methods:

- assuming that the outflow of asset components is stated consecutively at the prices (costs) of the asset components acquired (produced) first (FIFO),

4.2.5. **Receivables** are stated at amounts due, in accordance with the prudence principle (less revaluation write-downs).

Receivables expressed in foreign currencies are stated as at the balance sheet at the average exchange rate announced for a given currency for that day by the National Bank of Poland.

Foreign exchange differences on receivables expressed in foreign currencies arising on the valuation and payment date are included in, respectively: foreign exchange losses in financial costs, foreign exchange gains in financial revenue. In justified cases they are included in the costs of finished products, services and goods for resale, as well as in the costs of tangible or intangible fixed assets (as an increase or a reduction of such costs, respectively).

4.2.6. **Cash and cash equivalents** are stated at nominal value.

Cash and cash equivalents expressed in foreign currencies are valued as at the balance sheet date at the average exchange rate announced for a given currency for that day by the National Bank of Poland.

4.2.7. **Prepaid expenses** are recognized when the costs incurred relate to future reporting periods. This item includes the surplus of the costs that have been recorded over the costs that have been invoiced in connection with the realization of long-term contracts. This item is used for paid insurance policies, subscriptions and inerim computer program licences.

4.2.8. **Unpaid share capital** consists of capital contributions that have been declared but not yet made.

They are recognized at the value specified in the Company's articles of association/statute.

4.2.9. **Treasury (own) shares are assets acquired from the shareholders for the purpose of redemption or sale. They are recognized at acquisition cost.**

4.2.10. **Equity** is recognized in the books of account at nominal value by type and in accordance with the provisions of the law and the Company's articles of association/statute.

The Company's **share capital** is listed at the amount specified in the articles of association or statute and entered in the court register.

Reserve capital is formed from the distribution of profits, transfers from the revaluation reserve and share premium reduced by the costs of share issues. The remaining costs of share issues are recorded as financial costs.

Revaluation reserve is a fund created as a result of fixed asset revaluations; the most recent revaluation was conducted as at 1 January 1995. When assets are sold or liquidated, a corresponding part of the revaluation reserve is transferred to the reserve capital. A write-down relating to permanent impairment in the value of assets, which was previously subject to revaluation, reduces the revaluation reserve to the extent to which it corresponds to that fixed asset.

The revaluation reserve is also increased by the effects of revaluating investments included in fixed assets, whereby the value of the investments is increased to their market value. Any decreases in the value of the investments previously revalued to the amount by which the revaluation reserve was increased reduce the value of the revaluation reserve, providing that the revaluation difference had not been settled by the valuation date. The portion of the effects of decreases in the value of investments that exceeds the previously formed portion of the revaluation reserve are included in the financial costs of the reporting period.

4.2.11. **Provisions** are liabilities whose due date or amount are uncertain. Provisions are formed in accordance with a legal or customarily expected obligations, i.e. when there is a high probability that the entity will have to meet its obligations, and the costs or losses that will need to be incurred to meet the obligations are material to such an extent that failure to include them in the financial result of the period in which the obligation arose would result in a material misstatement of the Company's financial position and financial result.

Provisions are included, respectively, in other operating costs or financial costs, depending on the circumstances to which the future liabilities pertain.

4.2.12. **Liabilities** are stated as at the balance sheet date at amounts due, with the exception of liabilities, which in accordance with concluded agreements, are paid through the issue of financial assets other than cash or exchange to financial instruments – which are stated at fair value.

Liabilities with due dates of more than 1 year from the balance sheet date, with the exception of trade payables, are listed under long-term liabilities. The remaining liabilities are listed as short-term.

Liabilities expressed in foreign currencies are stated as at the balance sheet date at the average exchange rate announced for a given currency for that day by the National Bank of Poland.

Foreign exchange differences relating to liabilities expressed in foreign currencies arising as at the valuation and payment date are listed as: foreign exchange losses as financial costs, and foreign exchange gains as financial revenue. In justified cases they are included in the costs of finished products and services, or the acquisition price of goods for resale, as well as the costs of fixed assets or intangibles.

4.2.13. Other accruals

a) Accrued expenses are recognized at the value of the probable liabilities corresponding to the current reporting period.

- Paid time-off accruals
- Audit accruals

b) Deferred income, recognized in accordance with the prudence principle, includes in particular:

- funds received in order to finance the acquisition or production of fixed assets, including assets under construction and research and development work, if in accordance with other regulations they do not increase the Company's equity. The amounts included in deferred income gradually increase other operating revenue, parallel to depreciation/amortization and accumulated depreciation/amortization of fixed assets or research and development financed from those sources,
- negative goodwill,
- the equivalent of the funds received or due from contractors for services that will be performed in future reporting periods.

  Advances received for the delivery of services are presented in the balance sheet under "short-term liabilities to other parties – advances for deliveries".

4.2.14. Valuation of foreign currency transactions

Economic transactions expressed in foreign currencies are recognized in the books of account as at the date of the transaction at the following rate:

1) the foreign exchange rate actually applied on that day, which arises out of the nature of the transaction – with respect to foreign currency sale or purchase transactions and with respect to payments of receivables and payables;
2) the average exchange rate announced by the National Bank of Poland for the day preceding the transaction – with respect to payments of receivables or payables, if the application of the actual exchange rate referred to in point 1 is not justified, and with respect to other transactions.

The following items expressed in foreign currencies are valued as at the balance sheet date:

1) assets (with the exception of shares in subordinated entities valued by equity accounting) and liabilities – at the average exchange rate binding on that day as announced for a given currency by the National Bank of Poland, subject to point 2;
2) cash at entities that buy and sell foreign currencies – at the rate applied at its purchase, no higher however than the average exchange rate announced for the day of the valuation by the National Bank of Poland.

Foreign exchange differences relating to other assets and liabilities expressed in foreign currencies arising as at their valuation and payment date are included in financial revenue or expenses, and in justified cases - in the costs of finished products and services, or the acquisition price of goods for resale, as well as the costs of fixed assets or intangibles.

4.2.15. Financial risk factors and financial risk management – notes to the financial statements

The Company's activities are exposed to the following types of financial risk:

- market risk, including currency risk, interest rate risk and other pricing risk,
- loss of liquidity risk,
- credit risk.

Currency risk

The Company is exposed to changes in foreign exchange rates due to 30 % of turnover coming from EUR. Thus the Company's currency risk is associated primarily with changes in the EUR. Intercompany services depend on DKK exchange rates. Its exposure to risks associated with other currencies is immaterial.

The Company does not manage currency risk.

The Company considers managing currency risk using natural hedges (balancing the revenue and expenses in a given currency), as well as derivative financial instruments, futures and options.

Interest rate risk

The Company has credit and loan payables where interest is calculated based on variable interest rates. Their worth is immaterial from exposure to interest rate risk point of view.

Other pricing risk

The Company is not exposed to significant other pricing risk associated with financial instruments, but there is a pricing risk relating to the prices of the Company's products and raw materials. The Company does not use derivative hedging instruments with regard to pricing risk.

Loss of liquidity risk

The Company is exposed to loss of liquidity risk, defined as a risk of losing the ability to pay its obligations as they become due. The Company limits its loss of liquidity risk using financing of from the parent company (Danstoker A/S).

Credit risk

The Company is exposed to credit risk, defined as a risk that its debtors will not meet their obligations and thus cause the Company to incur losses. The Company undertakes activities aimed at limiting credit risk, consisting of: checking the creditworthiness of its customers, securing collateral (guarantees), bank guarantees, prepayments.

Ostrowiec Świętokrzyski, May 25th 2026

Financial statements prepared by

.....

Michał Musiał

Management Board

.....

Mahesh Bukinkere

President of the Board

.....

Peter Overgaard

Vice-President of the Board

.....

Sanjay Reddy

Member of The Board

DANSTOKER POLAND SP. ZO.O.

Balance Sheet as at 31.03.2026

ASSETS	Note No	31 Mar 2026		31 Mar 2025	
		PLN	Rs Lacs	PLN	Rs Lacs
A. NON-CURRENT ASSETS		**22,029,098**	**5,543**	22,699,842	5,035
I. Intangible fixed assets		**-**	**-**	-	-
II. Tangible fixed assets		**20,013,754.77**	**5,035**	20,738,041	4,600
1. Fixed assets		**19,938,024**	**5,016**	20,658,384	4,582
a) land (of which in perpetual usufruct)	32	**1,568,582**	**395**	1,568,582	348
b) buildings and constructions	32	**15,670,834**	**3,943**	16,273,957	3,610
c) plant and equipment	32	**2,051,463**	**516**	2,274,434	504
d) vehicles	32	**498,025**	**125**	373,133	83
e) other fixed assets	32	**149,120**	**38**	168,278	37
2. Fixed assets under construction	32	**75,731**	**19**	25,092	6
3. Advances for fixed assets under construction		**-**	**-**	54,565	12
III. Long-term receivables	6	**-**	**-**	-	-
IV. Long-term investments		**-**	**-**	-	-
V. Long-term prepayments		**2,015,343**	**507**	1,961,800	435
1. Deferred income tax assets	31	**2,015,343**	**507**	1,920,986	426
2. Other prepayments	31		**-**	40,814	9
B. CURRENT ASSETS		**19,445,646**	**4,893**	14,098,551	3,127
I. Inventory		**10,920,395**	**2,748**	8,462,954	1,877
1. Raw materials	34	**3,440,368**	**866**	3,822,385	848
2. Semi-finished products and work in progress	34	**6,786,631**	**1,708**	4,623,257	1,025
3. Finished products	34	**598,843**	**151**	4,507	1
4. Goods for resale	34	**14,031**	**133**	12,805	3
5. Advances for supplies and services	34	**80,522**	**20**	-	-
II. Short-term receivables		**5,774,396**	**1,453**	3,144,168	697
1. Receivables from related parties		**2,866,518**	**721**	78,888	17
a) trade receivables with due dates:		**2,866,518**	**721**	78,888	17
– within 12 months	6	**2,866,518**	**721**	78,888	17
2. Receivables from other parties in which the company has invested capital		**-**	**-**	-	-
3. Receivables from other parties		**2,907,877**	**732**	3,065,280	680
a) trade receivables with due dates:		**2,770,986**	**697**	2,405,592	534
– within 12 months	6	**2,770,986**	**697**	2,405,592	534
b) tax subsidy customs social and health insurance and other public receivables	6	**101,539**	**26**	585,599	130
c) other	6	**35,352**	**9**	74,089	16
d) receivables in court	6	**-**	**-**	-	-
III. Short-term investments		**2,580,936**	**649**	2,314,803	513
1. Short-term financial assets		**2,580,936**	**649**	2,314,803	513
c) cash and other cash assets		**2,580,936**	**649**	2,314,803	513
– cash in hand and at bank	1	**2,580,936**	**649**	2,314,803	513
– other cash		**-**	**-**	-	-
IV. Short-term prepayments	31	**169,919**	**43**	176,626	39
– of which: assets from unfinished construction contracts		**-**	**-**	-	-
TOTAL ASSETS		**41,474,744**	**10,435**	36,798,393	8,162

Balance Sheet as at 31.03.2026

LIABILITIES AND EQUITY	Note No	31 Mar 2026		31 Mar 2025	
		PLN	Rs Lacs	PLN	Rs Lacs
A. EQUITY		**7,590,556**	**1,910**	8,055,135	1,787
I. Share capital	3	**5,000**	**1**	5,000	1
II. Reserve capital, of which:	51	**17,055,000**	**4,291**	17,055,000	3,783
– share premium	51	**17,055,000**	**4,291**	17,055,000	3,783
III. Revaluation reserve, of which:			**-**	-	-
IV. Other reserves, of which:		**445,000**	**112**	445,000	99
V. Accumulated profit (loss) from previous years	50	**(9,449,865)**	**(2,378)**	(10,829,233)	(2,402)
VI. Net profit (loss) for the year	4	**(464,579)**	**(117)**	1,379,368	306
B. LIABILITIES AND COST PROVISIONS		**33,884,187**	**8,525**	28,743,258	6,376
I. Cost provisions		**2,992,298**	**753**	3,224,403	715
1. Provision for deferred income tax	13	**2,010,298**	**506**	2,597,073	576
2. Provision for retirement and similar benefits		**800,905**	**202**	587,749	130
3. Other provisions		**181,095**	**46**	39,580	9
– short-term	13	**181,095**	**46**	39,580	9
II. Long-term liabilities		**7,758,860**	**1,952**	10,330,641	2,291
1. To related parties	7	**6,501,246**	**1,636**	9,217,373	2,045
2. To other parties in which the company has invested capital	7			-	-
3. To other parties				-	-
c) other financial liabilities		**1,257,615**	**316**	1,113,268	247
III. Short-term liabilities		**10,234,595**	**2,575**	5,414,623	1,201
1. Liabilities to related parties		**333,247**	**84**	472,875	105
a) trade payables with due dates:		**333,247**	**84**	472,875	105
– within 12 months	7	**333,247**	**84**	472,875	105
b) other	7	**-**	**-**	-	-
2. Liabilities to other parties in which the company has invested capital		**-**	**-**	-	-
3. Liabilities to other parties		**9,886,112**	**2,487**	4,875,775	1,082
a) credits and loans		**-**	**-**	-	-
b) debt securities		**-**	**-**	-	-
c) other financial liabilities	7	**253,327**	**64**	434,246	96
d) trade payables with due dates		**2,323,679**	**585**	1,539,809	342
– within 12 months	7	**2,323,679**	**585**	1,539,809	342
e) advances received for supplies and services	7	**5,594,277**	**1,408**	1,379,882	306
f) promissory notes				-	-
g) tax, customs, social and health insurance and other public payables	7	**1,011,270**	**254**	824,498	183
h) payroll	7	**675,152**	**170**	668,878	148
i) other	7	**28,407**	**7**	28,462	6
4. Special funds	48	**15,235**	**4**	65,973	15
IV. Accruals		**12,898,435**	**3,245**	9,773,591	2,168
1. Negative goodwill	31	**7,419,909**	**1,867**	7,837,932	1,739
2. Accrued construction contracts		**-**	**-**	-	-
3. Other accruals		**5,478,525**	**1,378**	1,935,659	429
– long-term	85	**107,776**	**27**	-	-
– short-term	31	**5,370,750**	**1,351**	1,935,659	429
TOTAL LIABILITIES AND EQUITY		**41,474,744**	**10,435**	36,798,393	8,162

DANSTOKER POLAND SP. ZO.O.

PROFIT AND LOSS ACCOUNT [by nature] for 01.04.2025 - 31.03.2026

	Note No	01.04.2025 - 31.03.2026		01.04.2024 - 31.03.2025	
		PLN	**Rs Lacs**	PLN	Rs Lacs
A. Net revenue from sales and sales equivalent, of which:		**30,490,479**	**7,671**	40,599,715	9,006
– from related parties	25	**7,534,696**	**1,896**	12,996,430	2,883
I. Net revenue from the sale of finished products	25	**27,514,972**	**6,923**	37,973,630	8,423
II. Change in finished products (increase – positive value, decrease – negative value)		**2,717,709**	**684**	1,577,352	350
III. Cost of producing goods for the entity's own needs	26	**-**	**-**	71,885	16
IV. Net revenue from the sale of goods for resale and raw materials	25	**257,798**	**65**	976,848	217
B. Operating costs		**31,313,334**	**7,878**	37,517,692	8,322
I. Depreciation	26	**1,320,980**	**332**	1,268,850	281
II. Use of materials and energy	26	**11,307,541**	**2,845**	16,322,153	3,620
III. Third party services	26	**4,887,614**	**1,230**	5,391,295	1,196
IV. Taxes and charges	26	**382,473**	**96**	341,551	76
V. Wages and salaries	26	**10,610,562**	**2,670**	10,576,579	2,346
VI. Social insurance and other employee benefits, of which:	26	**2,459,655**	**619**	2,729,545	605
– retirement	26	**951,265**	**239**	960,534	213
VII. Other costs by nature	26	**172,161**	**43**	157,695	35
VIII. Cost of goods for resale and raw materials sold	49	**172,347**	**43**	730,023	162
C. Sales profit (loss) (A-B)		**(822,855)**	**(207)**	3,082,023	684
D. Other operating revenue		**1,763,100**	**444**	2,361,115	524
I. Profit on the sale of non-financial fixed assets	27	**18,647**	**5**	81	0
II. Subsidies	27	**186,287**	**47**	160,609	36
III. Revaluation of non-financial assets	27	**-**	**-**	23,039	5
IV. Other operating revenue	27	**1,558,166**	**392**	2,177,387	483
E. Other operating costs		**1,497,419**	**377**	2,905,529	644
I. Loss on the sale of non-financial fixed assets			**-**	-	-
II. Revaluation of non-financial assets	28	**480,000**	**121**	492,076	109
III. Other operating costs	28	**1,017,419**	**256**	2,413,452	535
F. Operating profit (loss) (C+D-E)		**(557,173)**	**(140)**	2,537,610	563
G. Financial revenue		**-**	**-**	-	-
V. Other	29	**-**	**-**	-	-
H. Financial costs		**588,537**	**148**	964,033	214
I. Interest, of which	30	**563,274**	**142**	897,559	199
– to related parties	30	**479,759**	**121**	810,575	180
IV. Other	30	**25,264**	**6**	66,474	15
I. Gross profit (loss) (F+G-H)		**(1,145,711)**	**(288)**	1,573,576	349
J. Income tax	10	**(681,132)**	**(171)**	194,208	43
L. Net profit (loss) (I-J-K)		**(464,579)**	**(117)**	1,379,368	306

Statement of cash flows (PLN) (indirect method)

	Note No	01.04.2025 - 31.03.2026		01.04.2024 - 31.03.2025	
		PLN	**Rs Lacs**	PLN	Rs Lacs
A. Cash flows from operating activities					
I. Net profit (loss)		**(464,579)**	**(117)**	1,379,368	306
II. Total adjustments		**1,492,709**	**376**	(875,582)	(194)
1. Depreciation	26	**1,320,980**	**332**	1,268,850	281
2. Foreign exchange gains (losses)		**(9,866)**	**(2)**	(5,556)	(1)
3. Interest and shares in profits (dividends)	18	**558,556**	**141**	886,107	197
4. Profit (loss) on investing activities		**(18,647)**	**(5)**	(81)	(0)
5. Changes in provisions	18	**(232,105)**	**(58)**	283,073	63
6. Changes in inventory	18	**(2,457,441)**	**(618)**	2,005,002	445
7. Changes in receivables	18	**(2,630,228)**	**(662)**	412,522	92
8. Changes in short-term liabilities, excluding credits and loans	18	**5,017,812**	**1,262**	(3,832,596)	(850)
9. Changes in prepayments and accruals	18	**3,078,008**	**774**	(345,323)	(77)
10. Other adjustments	18	**(3,134,361)**	**(789)**	(1,547,578)	(343)
III. Net cash flows from operating activities (I+II)		**1,028,130**	**259**	503,787	112
B. Cash flows from investment activities			**-**		
I. Income		**-**	**-**	81	0
1. Sale of intangible and tangible fixed assets			**-**	81	0
II. Expenses		**234,937**	**59**	328,498	73
1. Acquisition of intangible and tangible fixed assets		**234,937**	**59**	328,498	73
III. Net cash flows from investment activities (I-II)		**(234,937)**	**(59)**	(328,417)	(73)
C. Cash flows from financing activities			**-**		
I. Income		**-**	**-**	-	-
1. Net income from the issue of shares and other capital instruments as well as contributions to capital		**-**	**-**	-	-
2. Credits and loans		**-**	**-**	-	-
II. Expenses		**536,926**	**135**	2,649,520	588
1. Acquisition of treasury (own) shares		**-**	**-**	-	-
2. Dividends and other payments to shareholders		**-**	**-**	-	-
3. Distributions of profit other than payments to shareholders		**-**	**-**	-	-
4. Repayment of credits and loans		**-**	**-**	-	-
5. Buyback of debt securities		**-**	**-**	-	-
6. Financial liabilities		**-**	**-**	-	-
7. Payment of finance lease payables		**261,685**	**66**	385,336	85
8. Interest		**275,241**	**69**	2,264,184	502
III. Net cash flows from financing activities (I-II)		**(536,926)**	**(135)**	(2,649,520)	(588)
D. Total net cash flows (A.III.+B.III+C.III)		**256,267**	**64**	(2,474,151)	(549)
E. Net change in cash balances, of which:		**266,133**	**67**	(2,468,595)	(548)
– change in cash balances relating to foreign exchange differences		**9,866**	**2**	5,556	1
F. Cash at beginning of period		**2,314,803**	**582**	4,783,398	1,061
G. Cash at end of period (F+D), of which:		**2,571,070**	**647**	2,309,247	512
– restricted cash		**273,223**	**69**	500,746	111

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Statement of changes in shareholders equity

	01.04.2025 - 31.03.2026		01.04.2024 - 31.03.2025	
	PLN	**Rs Lacs**	PLN	Rs Lacs
I. Equity at beginning of period (Opening Balance)	**8,055,135**	**2,026.67**	6,675,763	1,481
– changes in accounting policies	**-**	**-**	-	-
– adjustment of errors	**3.29**	**0**	3	0
I.a. Adjusted equity at beginning of period (OB)	**8,055,138**	**2,027**	6,675,763	1,481
1. Share capital at beginning of period	**5,000**	**1**	5,000	1
1.1. Changes in share capital	**-**	**-**	-	-
a) increases relating to	**-**	**-**	-	-
b) decreases relating to	**-**	**-**	-	-
– correction of errors unregistered equity value in National Court Register	**-**	**-**	-	-
1.2. Share capital at end of period	**5,000**	**1**	5,000	1
2.1. Changes in reserve capital	**17,055,000**	**4,291**	17,055,000	3,783
a) increases relating to	**-**	**-**	-	-
– share premium	**-**	**-**	-	-
2.2. Reserve capital at end of period	**17,055,000**	**4,291**	17,055,000	3,783
3. Revaluation reserve at beginning of period – changes in accounting policies	**-**	**-**	-	-
3.1. Changes in revaluation reserve	**-**	**-**	-	-
3.2. Revaluation reserve at end of period	**-**	**-**	-	-
4. Other reserves at beginning of period	**445,000**	**112**	445,000	99
4.1. Changes in other reserves	**-**	**-**	-	-
a) increases relating to	**-**	**-**	-	-
– correction of errors unregistered equity value in National Court Register	**-**	**-**	-	-
b) decreases relating to	**-**	**-**	-	-
4.2.Other reserves at end of period	**445,000**	**112**	445,000	99
5. Accumulated profit (loss) from previous years at beginning of period	**(9,449,869)**	**(2,378)**	(10,829,237)	(2,402)
5.1. Accumulated profit from previous years at beginning of period	**1,379,368**	**347**	4,047,153	898
– adjustment of errors	**3.29**	**0**	3	0
5.2. Adjusted accumulated profit from previous years at beginning of period	**1,379,372**	**347**	4,047,156	898
b) decreases relating to	**1,379,372**	**347**	4,047,153	898
– coverage of loss for previous years	**1,379,372**	**347**	4,047,153	898
5.3. Accumulated loss from previous years at beginning of period		**-**		
– adjustment of errors	**3.29**	**0**	3	0
5.4. Adjusted accumulated loss from previous years	**10,829,237**	**2,725**	14,876,389	3,300
a) increases relating to	**-**	**-**	-	-
b) decreases relating to	**1,379,368**	**347**	4,047,153	898
– coverage of loss from previous years from profit	**1,379,368**	**347**	4,047,153	898
5.5. Accumulated loss from previous years at end of period	**10,829,237**	**2,725**	14,876,389	3,300
5.6. Accumulated profit (loss) from previous years at end of period	**(9,449,865)**	**(2,378)**	(10,829,233)	(2,402)
6. Net profit/loss	**(464,579)**	**(117)**	1,379,368	306
a) net profit	**-**	**-**	1,379,368	306
b) net loss	**464,579**	**117**	-	-
II. Equity at end of period (Closing Balance)	**7,590,556**	**1,910**	8,055,135	1,787
III. Equity after proposed distribution of profit (coverage of loss)	**7,590,556**	**1,910**	8,055,135	1,787

8. ADDITIONAL NOTES AND EXPLANATIONS - SUPPLEMENTARY INFORMATION

SUPPLEMENTARY INFORMATION FOR THE BALANCE SHEET

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Note 2 Cash and other cash assets (currency structure)

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Note 4 Proposed distribution of profit or coverage of loss for the year

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Note 56 Financial instruments - Information on interest rate risk and credit risk

Note 1

Cash and other cash assets

	31.03.2026	31.03.2025
1. Cash in hand	3 038,93	3 316,70
2. Cash at bank - split payment VAT account	46 490,65	396 865,09
3. Cash at bank	2 531 406,63	1 914 621,41
4. Other cash	0,00	0,00
5. Other cash assets	0,00	0,00
Total	**2 580 936,21**	2 314 803,20

Comments:

Cash with limited disposal consists of:

- funds accumulated on the VAT account in the amount of PLN 46 490,65,
- funds accumulated in the Social Fund account in the amount of PLN 226 732,1.

Note 2

Cash and cash equivalents (currency structure)

Investment	Amount in PLN	Amount in EUR	Translated from EUR to PLN	Amount in USD	Translated from USD to PLN	Amount in DKK	Translated from DKK to PLN	Total cash and other cash assets in PLN
Cash in hand and at bank	1 163 744,17	320 614,06	1 375 241,95	246,24	921,13	71 479,02	41 028,96	2 580 936,21
Other cash	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Other cash assets	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Total	**1 163 744,17**	**320 614,06**	**1 375 241,95**	**246,24**	**921,13**	**71 479,02**	**41 028,96**	**2 580 936,21**

Note 3

Share capital ownership structure and number and nominal value of subscribed shares

Share capital ownership structure (shareholders holding at least 5% of shares)	Series	Registration date	How covered	Right to dividend (starting date)	Number of shares	Number of votes	Share issue price	Nominal value of shares (in PLN)	% of share capital*
1. Share capital - Danstoker AS		28.03.2017	Fully paid		100	100,00	50,00	5 000,00	100%
of which preferred					0	0,00	0,00	0,00	0,00
Total	100,00	100,00			**100**	**100,00**		**5 000,00**	**100%**

* share in the share capital corresponds to the share in the total number of votes

Note 4

Proposed distribution of profit or coverage of loss for the year

	31.03.2026	31.03.2025
NET PROFIT/LOSS	**-464 578,52**	1 379 368,24
Reserve capital (+/-)	**0,00**	0,00
Other reserves (+/-)	**0,00**	0,00
Company Employee Social Benefits Fund	**0,00**	0,00
Shareholder dividends (interest on capital)	**0,00**	0,00
Bonuses from profit	**0,00**	0,00
Social causes	**0,00**	0,00
Reduction in share capital	**0,00**	0,00
Shareholder contributions (if provided for in the articles of association)	**0,00**	0,00
Coverage of losses from previous years	**0,00**	1 379 368,24
Coverage of losses from future profits	**-464 578,52**	0,00

* Distribution of the profit (coverage of loss))

Note 5

Long-term liabilities – ageing

	1. To related parties	**2. To related parties in which the company has invested capital**	**3. To other parties**						**Total**
			Total (a-e)	**a) credits and loans**	**b) debt securities**	**c) other financial liabilities**	**d) promissory notes**	**e) other**	
Repayment period									
up to 1 year									
beginning of period	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
end of period	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
from 1 to 3 years									
beginning of period	0,00	0,00	400 388,51	0,00	0,00	400 388,51	0,00	0,00	400 388,51
end of period	0,00	0,00	712 522,44	0,00	0,00	712 522,44	0,00	0,00	712 522,44
from 3 to 5 years									
beginning of period	0,00	0,00	380 239,27	0,00	0,00	380 239,27	0,00	0,00	380 239,27
end of period	0,00	0,00	417 590,10	0,00	0,00	417 590,10	0,00	0,00	417 590,10
more than 5 years									
beginning of period	9 217 372,92	0,00	332 640,31	0,00	0,00	332 640,31	0,00	0,00	9 550 013,23
end of period	6 501 245,74	0,00	127 502,16	0,00	0,00	127 502,16	0,00	0,00	6 628 747,90
Total									
beginning of period	9 217 372,92	0,00	1 113 268,09	0,00	0,00	1 113 268,09	0,00	0,00	10 330 641,01
end of period	6 501 245,74	0,00	1 257 614,70	0,00	0,00	1 257 614,70	0,00	0,00	7 758 860,44

Note 6

Breakdown of balance sheet assets

Specification	**Gross amount in the financial year**	**Revaluation write downs**	**Gross amount in the previous year**	**Revaluation write downs**
1. Receivables from related parties	**2 866 518,26**	**0,00**	**78 887,80**	**0,00**
a) long-term	0,00	0,00	0,00	0,00
– credits and loans	0,00	0,00	0,00	0,00
– security deposits	0,00	0,00	0,00	0,00
– debt securities	0,00	0,00	0,00	0,00
– other receivables	0,00	0,00	0,00	0,00
b) short-term	2 866 518,26	0,00	78 887,80	0,00
– credits and loans	0,00	0,00	0,00	0,00
– security deposits	0,00	0,00	0,00	0,00
– debt securities	0,00	0,00	0,00	0,00
– trade receivables with due dates:	2 866 518,26	0,00	78 887,80	0,00
– within 12 months	2 866 518,26	0,00	78 887,80	0,00
– in more than 12 months	0,00	0,00	0,00	0,00
– other receivables	0,00	0,00	0,00	0,00
2. Receivables from other parties in which the company has invested	**0,00**	**0,00**	**0,00**	**0,00**
a) long-term	0,00	0,00	0,00	0,00
– credits and loans	0,00	0,00	0,00	0,00
– security deposits	0,00	0,00	0,00	0,00
– debt securities	0,00	0,00	0,00	0,00
– other receivables	0,00	0,00	0,00	0,00

Specification	Gross amount in the financial year	Revaluation write downs	Gross amount in the previous year	Revaluation write downs
b) short-term	0,00	0,00	0,00	0,00
– credits and loans	0,00	0,00	0,00	0,00
– security deposits	0,00	0,00	0,00	0,00
– debt securities	0,00	0,00	0,00	0,00
- trade payables with due dates	0,00	0,00	0,00	0,00
– within 12 months	0,00	0,00	0,00	0,00
– in more than 12 months	0,00	0,00	0,00	0,00
– other receivables	0,00	0,00	0,00	0,00
3. Receivables from other parties	3 288 531,38	380 654,10	3 445 933,81	380 654,10
a) long-term	0,00	0,00	0,00	0,00
– credits and loans	0,00	0,00	0,00	0,00
– security deposits	0,00	0,00	0,00	0,00
– debt securities	0,00	0,00	0,00	0,00
– other receivables	0,00	0,00	0,00	0,00
b) short-term	3 288 531,38	380 654,10	3 445 933,81	380 654,10
– credits and loans	0,00	0,00	0,00	0,00
– security deposits	0,00	0,00	0,00	0,00
– debt securities	0,00	0,00	0,00	0,00
– trade payables with due dates:	3 151 640,09	380 654,10	2 786 246,11	380 654,10
– within 12 months	3 151 640,09	380 654,10	2 786 246,11	380 654,10
– in more than 12 months	0,00	0,00	0,00	0,00
– tax, subsidy, customs, social and health insurance and other public	101 539,29	0,00	585 598,84	0,00
– other receivables	35 352,00	0,00	74 088,86	0,00
– receivables in court	0,00	0,00	0,00	0,00

Note7
Breakdown of balance sheet liabilities

Item	Amount in the Financial Year	Amount in Previous Year
1. Liabilities to related parties	**6 834 493,12**	**9 690 248,12**
a) long-term	6 501 245,74	9 217 372,92
– credits and loans	6 501 245,74	9 217 372,92
– debt securities	0,00	0,00
– other financial liabilities	0,00	0,00
– promissory notes	0,00	0,00
– other	0,00	0,00
b) short-term	333 247,38	472 875,20
– credits and loans	0,00	0,00
– debt securities	0,00	0,00
– other financial liabilities	0,00	0,00
– promissory notes	0,00	0,00
– trade payables with due dates	333 247,38	472 875,20
– within 12 months	333 247,38	472 875,20
– in more than 12 months	0,00	0,00
– other	0,00	0,00
2. Liabilities to other parties in which the company has invested capital	**0,00**	**0,00**
a) long-term	0,00	0,00
– credits and loans	0,00	0,00
– debt securities	0,00	0,00
– other financial liabilities	0,00	0,00
– promissory notes	0,00	0,00
– other	0,00	0,00
b) short-term	0,00	0,00
– credits and loans	0,00	0,00
– debt securities	0,00	0,00
– other financial liabilities	0,00	0,00
– promissory notes	0,00	0,00
– trade payables with due dates	0,00	0,00
– within 12 months	0,00	0,00
– in more than 12 months	0,00	0,00
– other	0,00	0,00

Item	Amount in the Financial Year	Amount in Previous Year
3. Liabilities to other parties	**11 143 727,04**	**5 989 043,29**
a) long-term	1 257 614,70	1 113 268,09
– credits and loans	0,00	0,00
– debt securities	0,00	0,00
– other financial liabilities	1 257 614,70	1 113 268,09
– promissory notes	0,00	0,00
– other	0,00	0,00
b) short-term	9 886 112,34	4 875 775,20
– credits and loans	0,00	0,00
– debt securities	0,00	0,00
– other financial liabilities	253 327,04	434 246,06
– trade payables with due dates	2 323 679,36	1 539 808,65
– within 12 months	2 323 679,36	1 539 808,65
– in more than 12 months	0,00	0,00
– advances received for deliveries	5 594 276,88	1 379 882,16
– promissory notes	0,00	0,00
– tax, subsidy, customs, social and health insurance and other public payables	1 011 270,24	824 497,85
– payroll	675 152,29	668 878,40
– other	28 406,53	28 462,08

Note 8

Contingent liabilities to other parties (by title)

Comment:

Not applicable

Note 9

Provisions for doubtful debts

Type of receivable	Changes in provisions during the financial year				
	Opening balance	Increases	Use	Releases	Closing balance
receivables written off - KM Sp. z o.o.	80 684,01	0,00	0,00	0,00	80 684,01
receivables written off - BEHRENDT	259 122,72	0,00	0,00	0,00	259 122,72
receivables written off - TMS	40 847,37	0,00	0,00	0,00	40 847,37
Total	**380 654,10**	**0,00**	**0,00**	**0,00**	**380 654,10**

Note 10

Settlement of main items differentiating income tax base from gross financial result (profit, loss) gross

	01.04.2025 - 31.03.2026	01.04.2024 - 31.03.2025
Gross PROFIT/LOSS	**-1 145 710,52**	**1 573 576,24**
Non-tax deductible costs	**3 107 777,07**	**2 850 162,43**
– provision for doubtful debts	0,00	12 076,22
– inventory write-down	480 000,00	480 000,00
– unpaid wages and salaries	4 549,06	6 033,24
– unpaid ZUS premiums	236 669,47	339 927,39
– interest to the budget	2 031,00	76,30
– interest payable	479 758,80	196 443,46
– provision for unused holidays	90 006,15	145 171,94
– provision for retirement severance pay	123 149,70	
– contractual penalties and damages	3 060,00	0,00
– positive exchange differences from the balance sheet valuation	77 034,41	175 646,44
– representation expenses	98 941,55	97 329,20
– ointerest on financial lease	78 797,35	75 532,01
– other non-tax costs	57 478,67	53 076,45
– balance sheet depreciation	1 316 492,44	1 268 849,78
– loss resulting from the liquidation of fixed assets	40 000,00	0,00
– warranty provision	19 808,47	0,00

	01.04.2025 - 31.03.2026	01.04.2024 - 31.03.2025
Non-accounting taxable costs	**1 397 255,15**	**3 633 943,61**
– tax depreciation	576 619,74	587 676,17
– leasing fees	281 382,11	342 483,49
– paid previous year social insurance	339 927,39	322 990,82
– civil contracts remuneration paid, accrued in the previous year	2 882,45	3 875,60
– interst paid on a loan	196 443,46	2 188 651,88
– determination of the uncollectibility of a previously written-off receivable (non-tax costs-> tax costs)	0,00	188 265,65
Non-taxable accounting revenue	**431 402,03**	**497 413,97**
– loan write-off	2 356,56	2 356,56
– positive exchange differences from the balance sheet valuation	11 022,47	77 034,41
– badwill write-off	418 023,00	418 023,00
Przychody podatkowe niezaliczone do księgowych	**3 545 222,80**	**0,00**
– revenues invoiced in the current year relating to future periods	3 405 817,30	0,00
– disclosure of fixed assets	139 405,50	0,00
Odliczenie od dochodu	**-3 678 632,31**	**-292 381,09**
– loss for 2019 not more than 50%	0,00	-288 226,65
– loss for 2020 not more than 50%	0,00	-4 154,44
– loss for 2020 not more than 5 mln PLN	-2 949 423,31	0,00
– loss for 2021 not more than 5 mln PLN	-729 209,00	0,00
Tax base	**0,00**	**0,00**
Current income tax, of which:	0,00	0,00
– income tax on discontinued operations	0,00	0,00
Tax deducted by payer from paid out dividend	**0,00**	**0,00**
Change in deferred income tax assets	94 357,00	-64 891,00
Change in provisions for deferred income tax	-586 775,00	129 317,00
Tax liability listed in the profit and loss account	**-681 132,00**	**194 208,00**

Note 11

Change in deferred income tax assets

	01.04.2025 - 31.03.2026	01.04.2024 - 31.03.2025
1. Deferred income tax assets at beginning of period, of which:	**1 920 986,00**	**1 985 877,00**
a) charged to financial result at net amount	1 920 986,00	1 985 877,00
– gross amount	1 920 986,00	1 985 877,00
b) charged to equity	0,00	0,00
c) charged to goodwill or negative goodwill	0,00	0,00
2. Increases	**2 015 343,00**	**1 920 986,00**
a) charged to financial result for the period in connection with negative temporary differences	1 849 735,00	1 056 438,00
– receivables write down	72 324,00	72 324,00
– provision for unused annual leave	128 773,00	111 672,00
– provision for retirement severance pay	23 398,00	0,00
– unpaid remuneration	864,00	1 146,00
– accrued and unpaid interest	91 154,00	37 324,00
– inventory write-down	199 715,00	108 515,00
– surplus of invoiced receivables over realized revenue	1 013 948,00	366 843,00
– unpaid social insurance	44 967,00	64 586,00
– lease liabilities	266 992,00	294 028,00
– provisions for liabilities	7 600,00	0,00
– write-downs of deferred tax assets	0,00	0,00
b) charged to financial result for the period in connection with tax loss (relating to)	165 608,00	864 548,00
– loss 2021	165 608,00	304 158,00
– loss 2020	0,00	560 390,00
– loss 2018/19	0,00	0,00
c) charged to equity in connection with negative temporary differences (relating to)	0,00	0,00
d) charged to equity in connection with tax loss (relating to)	0,00	0,00
e) charged to goodwill or negative goodwill in connection with negative temporary	0,00	0,00

	01.04.2025 - 31.03.2026	01.04.2024 - 31.03.2025
3. Decreases	**1 920 986,00**	**1 985 877,00**
a) charged to financial result for the period in connection with negative temporary differences (relating to)		
– unpaid social insurance	64 586,00	61 368,00
– provision for unused annual leave	111 672,00	84 090,00
– provision for receivables	72 324,00	146 004,00
– inventory write-down	108 515,00	17 315,00
– unpaid remuneration	1 146,00	736,00
– lease liabilities	294 028,00	90 261,00
– accrued and unpaid interest	37 324,00	299 159,00
– excess of invoiced receivables over realized revenues	366 843,00	366 843,00
b) charged to financial result for the period in connection with tax loss (relating to)	864 548,00	920 101,00
– loss 2021	304 158,00	304 159,00
– loss 2020	560 390,00	561 180,00
– loss 2018/19	0,00	54 762,00
– previous years losses	0,00	0,00
– write-downs on deferred income tax assets	0,00	0,00
c) charged to equity in connection with negative temporary differences (relating to)	0,00	0,00
d) charged to equity in connection with tax loss (relating to)	0,00	0,00
e) charged to goodwill or negative goodwill in connection with negative temporary differences (relating to)	0,00	0,00
4. Total deferred income tax assets at end of period, of which:	2 015 343,00	1 920 986,00
a) charged to financial result	2 015 343,00	1 920 986,00
– gross amount	2 015 343,00	1 920 986,00
b) charged to equity	0,00	0,00
c) charged to goodwill or negative goodwill	0,00	0,00
5. Presumable value of deferred income tax assets associated with investments in subsidiary, co-subsidiary and associated entities, the calculation of which is not possible (points 16.8. and 16.12.KSR 2). In this case, information is also given about the value of temporary differences relating to these investments.	0,00	0,00
6. Reasons for which the company has not revalued its deferred income tax assets	**0,00**	**0,00**
7. Total amount of temporary differences relating to investments, for which no provisions for deferred income tax have been formed, of which:	**0,00**	**0,00**
– in subordinated entities	0,00	0,00
– in branches	0,00	0,00
– in joint ventures	0,00	0,00

Note 12

Change in provision for deferred income tax

	01.04.2025 - 31.03.2026	01.04.2024 - 31.03.2025
1. Provision for deferred income tax at beginning of period, of which:	**2 597 073,00**	**2 467 756,00**
a) charged to financial result	-148 363,39	-277 680,39
b) charged to equity	277 442,00	277 442,00
c) charged to goodwill or negative goodwill	2 467 994,39	2 467 994,39
2. Increases	**707 906,00**	**238 023,00**
a) charged to financial result for the period due to positive temporary differences (relating to)	707 906,00	238 023,00
– exchange differences	0,00	0,00
– leased fixed assets	0,00	238 023,00
– difference in the value of fixed assets (balance sheet and tax) – previous years (correction)	707 906,00	0,00
b) charged to equity due to positive temporary differences (relating to)	0,00	0,00
c) charged to goodwill or negative goodwill due to positive temporary differences (relating to)	0,00	0,00
3. Decreases	**1 294 681,00**	**108 706,00**
a) charged to financial result for the period due to positive temporary differences (relating to)	226 347,00	108 706,00
– difference in fixed asstes valuation for tax and balance sheet purpose	16 588,00	89 970,00
– exchange differences	12 543,00	18 736,00
– leased fixed assets	4 452,00	0,00
– statute of limitations on potential tax liabilities arising from accrued interest on a loan	192 764,00	0,00
b) charged to equity due to positive temporary differences (relating to)	277 442,00	0,00
– statute of limitations on potential tax liabilities arising from accrued interest on a loan	277 442,00	0,00
c) charged to goodwill or negative goodwill due to positive temporary differences (relating to)	790 892,00	0,00
– difference in the value of fixed assets (balance sheet and tax) - current year	82 986,00	0,00
– difference in the value of fixed assets (balance sheet and tax) - previous years (correction)	707 906,00	0,00

	01.04.2025 - 31.03.2026	01.04.2024 - 31.03.2025
4. Total provision for deferred income tax at end of period, of which:	**2 010 298,00**	**2 597 073,00**
a) charged to financial result	333 195,61	-148 363,39
b) charged to equity	0,00	277 442,00
c) charged to goodwill or negative goodwill	1 677 102,39	2 467 994,39
5. Presumable value of provisions for deferred income tax associated with investments in subsidiary, co-subsidiary and associated entities, the calculation of which is not possible (point 16.8. and 16.12. KSR 2). In this case, information is also given about the value of temporary differences relating to these investments.	**0,00**	**0,00**

Note 13

Provisions

	Opening balance	Increases	Use	Releases	Closing balance
1. For deferred income tax	**2 597 073,00**	**707 906,00**	**0,00**	**1 294 681,00**	**2 010 298,00**
2. For retirement and similar benefits, of which:	**587 749,06**	**800 904,91**	**587 749,06**	**0,00**	**800 904,91**
a) long-term	0,00	123 149,70	0,00	0,00	123 149,70
– provision for retirement severance pay	0,00	123 149,70	0,00	0,00	123 149,70
b) short-term	587 749,06	677 755,21	587 749,06	0,00	677 755,21
– provision for unused holidays	587 749,06	677 755,21	587 749,06	0,00	677 755,21
3. Other provisions, of which:	**39 580,48**	**181 094,72**	**39 580,48**	**0,00**	**181 094,72**
a) long-term	0,00	0,00	0,00	0,00	0,00
b) short-term	39 580,48	181 094,72	39 580,48	0,00	181 094,72
– repairs	0,00	40 000,00	0,00	0,00	40 000,00
– accruals for not invoiced costs, audit, bonuses	39 580,48	141 094,72	39 580,48	0,00	141 094,72
Total	**3 224 402,54**	**1 689 905,63**	**627 329,54**	**1 294 681,00**	**2 992 297,63**

Note 14

Information about transactions with related parties

Transaction description	Company name	01.04.2025 - 31.03.2026	01.04.2024 - 31.03.2025
Sales of products	Danstoker A/S	2 812 807,31	7 624 903,46
Sales of products (deferred income)	Danstoker A/S	1 060 000,00	0,00
Sales of services	Danstoker A/S	4 714 482,25	5 370 241,23
Sales of goods	Danstoker A/S	7 406,12	1 285,35
Sales of materials	Danstoker A/S	110 109,01	23 488,00
Total:		**8 704 804,69**	**13 019 918,04**
Purchase of materials	Danstoker A/S	822 346,37	995 209,81
Purchase of services	Danstoker A/S	0,00	4 325,00
Purchase of IT services and licences	Danstoker A/S	164 923,00	159 932,62
Purchase of fixed assets	Danstoker A/S	0,00	5 586,00
Loan interest	Danstoker A/S	479 758,80	810 574,91
Total:		**1 467 028,17**	**1 975 628,34**
Loan repayment/settlement by offset	Danstoker A/S	2 999 442,52	1 547 581,02
Loan interest payment	Danstoker A/S	196 443,46	2 188 651,88
Total:		**3 195 885,98**	**3 736 232,90**

Note 15

Information about the entity preparing the consolidated financial statements at the highest level of the group in which the company is a subsidiary

Name and registered office	Location where the consolidated financial statements may be accessed
Thermax Ltd., Pune, India	Thermax Limited D-13, MIDC Industrial Area R D Aga Road, Chinchwad, Pune 411019; www.thermaxglobal.com

Note 16

Information about the entity preparing the consolidated financial statements at the lowest level of the group in which the company is a subsidiary

Name and registered office	Location where the consolidated financial statements may be accessed
Danstokar A/S, Herning, Denmark	Danstoker A/S Industrivej Nord 13 7400 Herning DENMARK; www.cvr.dk

Note 17

Exchange rates used to value financial statements items expressed in foreign currencies

Currency	Exchange rate for the reporting period	Exchange rate for the previous period
EUR	4,2894	4,1839
USD	3,7408	3,8643
GBP	4,9426	5,0020
DKK	0,5740	0,5608

Note 18

Breakdown of cash for the statement of cash flows

Item A.II.3. Interest and shares in profits (dividends)	31.03.2026	31.03.2025
Interest on deposits in excess of 3 months	0,00	0,00
Interest on loans	0,00	0,00
Interest on credits	0,00	0,00
Dividends received and booked	0,00	0,00
Dividends paid and booked	0,00	0,00
Other interest	558 556,15	886 106,92
Total interest	**558 556,15**	**886 106,92**

Item A.II.5. Changes in cost provisions	31.03.2026	31.03.2025
Provision for deferred income tax	2 010 298,00	2 597 073,00
Provision for retirement and similar benefits	800 904,91	587 749,06
Other provisions	181 094,72	39 580,48
Total	**2 992 297,63**	**3 224 402,54**
Change in value	**-232 104,91**	**283 072,59**

Item A.II.6. Changes in inventory	31.03.2026	31.03.2025
Total inventory	11 400 394,98	8 942 954,24
Purchase costs	0,00	0,00
Revaluation	480 000,00	480 000,00
Total	**10 920 394,98**	**8 462 954,24**
Change in value, of which:	**-2 457 440,74**	**2 005 002,41**
Change in the value of a non-cash contribution received(-)/made(+) in the form of current assets (inventory)	0,00	0,00

Item A.II.7. Changes in receivables	31.03.2026	31.03.2025
Long-term receivables	0,00	0,00
Short-term receivables from related parties	2 866 518,26	78 887,80
Short-term receivables from other parties in which the company has invested capital	0,00	0,00
Short-term receivables from other parties	2 907 877,28	3 065 279,71
Total receivables	**5 774 395,54**	**3 144 167,51**
Change in receivables	**-2 630 228,03**	**412 521,73**

Item A.II.8. Change in short-term liabilities, excluding credits and loans	31.03.2026	31.03.2025
Short-term liabilities to related parties	333 247,38	472 875,20
Short-term liabilities to other parties in which the company has invested capital	0,00	0,00
Short-term liabilities to other parties	9 632 785,30	4 441 529,14
Special funds	15 234,89	65 972,90
Total liabilities, of which:	**9 981 267,57**	**4 980 377,24**
Liabilities relating to the purchase of tangible and intangible fixed assets	0,00	16 921,78
Liabilities relating to investments in real estate and intangibles	0,00	0,00
Other liabilities relating to investment activities	0,00	0,00
Total liabilities relating to investment activities	**0,00**	**16 921,78**
Liabilities relating to the purchase of treasury (own) shares	0,00	0,00
Liabilities relating to dividends and other payments to shareholders	0,00	0,00
Liabilities relating to the distribution of profit, other than payments to shareholders	0,00	0,00
Liabilities relating to debt securities	0,00	0,00
Other financial liabilities	0,00	0,00
Liabilities relating to finance lease agreements	0,00	0,00
Liabilities relating to credits and loans	0,00	0,00
Total liabilities from financing activities	**0,00**	**0,00**
Liabilities relating to income tax charged directly to equity	**0,00**	**0,00**
Liabilities relating to operating activities	**9 981 267,57**	**4 963 455,46**
Change in liabilities	**5 017 812,11**	**-3 832 596,39**

Item A.II.9. Change in prepayments and accruals	31.03.2026	31.03.2025
Long-term prepayments	2 015 343,00	1 961 800,48
Short-term prepayments	169 919,05	176 626,12
Total	**2 185 262,05**	**2 138 426,60**
1. Change in value	**-46 835,45**	**75 056,10**
Negative goodwill	7 419 909,26	7 837 932,26
Long-term accruals	107 775,63	0,00
Short-term accruals	5 370 749,73	1 935 659,12
Total	**12 898 434,62**	**9 773 591,38**
2.Change in value	**3 124 843,24**	**-420 379,56**
Total change in prepayments and accruals (1+2)	**3 078 007,79**	**-345 323,46**

Item A.II.10. Other adjustments	31.03.2026	31.03.2025
Settlement of long-term loan liabilities with receivables	-2 999 442,52	-1 547 581,02
Net impairment losses on fixed assets and short-term financial assets (plus or minus)	0,00	0,00
Write-off of loans and borrowings (minus)	0,00	0,00
Write-off of long-term loans (plus)	0,00	0,00
Recognition of a tax provision for potential loan interest	0,00	0,00
Value of disclosed fixed assets	-139 405,50	0,00
Consumed materials recorded as depreciation	4 487,24	0,00
Other	-0,01	3,30
Total	**-3 134 360,79**	**-1 547 577,72**
Change in value	**-3 134 360,79**	**-1 547 577,72**

Item E. Net change in cash balances	31.03.2026	31.03.2025
Cash in hand	3 038,93	3 316,70
Cash at bank	2 577 897,28	2 311 486,50
Bank deposits for up to 3 months	0,00	0,00
Cash equivalents, of which:	0,00	0,00
– checks	0,00	0,00
– promissory notes	0,00	0,00
– other	0,00	0,00
Total cash and cash equivalents	**2 580 936,21**	**2 314 803,20**
Change in cash and cash equivalents	**266 133,01**	**-2 468 394,54**
Balance sheet valuation of cash	9 865,74	5 556,12
Change in cash relating to foreign exchange differences	**9 865,74**	**5 556,12**
Restricted cash	**273 222,75**	**500 745,55**

Note 19

Nature and economic objective of concluded agreements not included in the balance sheet to the extent

Comments:
Has not occurred

Note 20

Average employment in the financial year by occupational group

	Average number of employees in the financial year	Average number of employees in the previous year
Total, of which:	**112,75**	**118,84**
– white collar (in non-labor positions)	37,19	39,47
– blue collar (in labor positions)	75,56	79,37
– apprentices	0,00	0,00
– home-based workers	0,00	0,00
– employees on parental or unpaid leave	0,00	0,00

Note 21

Remuneration due or paid to members of management, supervisory and administrative organs for the

Comments
Has not occurred. Board Members do not receive remuneration in Danstoker Poland.

Note 22

Fee to certified auditor or entity authorized to audit financial statements, paid out or due for the financial year

Details	Date of agreement relating to the reporting period	Duration of agreement relating to the reporting period	01.04.2025 - 31.03.2026	01.04.2024 - 31.03.2025
Mandatory audit of financial statements	08.01.2025	01.04.2024-31.03.2026	50 000,00	50 000,00
Other assurance services	-	-	0,00	0,00
Tax advisory service	-	-	0,00	0,00
Consolidated financial statements	-	-	0,00	0,00
Other services	-	-	82 000,00	82 000,00
review of the individual consolidation package Q3 and Q4 of the financial year 2024-25, and from Q1 to Q2 of the financial year 2025-26	08.01.2025	01.10.2024-31.03.2026	82 000,00	42 000,00
review of the individual consolidation package Q1 and Q2 of the financial year 2024-25	01.07.2024	01-04.2024-30.09.2024	0,00	40 000,00
Total			**132 000,00**	**132 000,00**

Note 23

Information about significant events that occurred after the balance sheet date and have not been included in the financial statements, and about their effect on the company's financial position and financial result

Comments
Has not occurred.

Note 24

Threats to going concern

Details	Description
Confirmation of uncertainty with regard to going concern	NO
Description of uncertainties with regard to going concern	NO
Information about adjustments recognized in the financial statements in connection with uncertainty relating to going concern	NO
Description of actions undertaken or planned to eliminate uncertainty with regard to going concern	YES

Comments:

There is no threat of continuing operations. The company has guaranteed financing from the parent company.

During the financial year, the Company noted a further slowdown in the boiler market. A recovery in the biomass boiler market is visible, as noted in the Company's order book. For gas boilers, which constitute a significant portion of the product mix offered, the Company does not expect a larger number of orders. The Company is developing new technical solutions tailored to current customer needs in line with the energy transition, particularly in the area of electric boilers. As of the balance sheet date, the order book value was PLN 34 million (of which PLN 5.3 million was invoiced and recognized in deferred income).

The Management Board has analyzed the potential effects of the current conflict in the Middle East, which has not significantly affected the Company's situation. However, it is expected that the increase in fuel prices will result in an increase in the prices of materials and services. Management will continue to monitor the potential impact and take all possible steps to mitigate any potential negative effects on the Company. However, the Management Board is currently unaware of any direct consequences. Based on this analysis, no threat to the Company's continued operations has been identified. Due to the market situation, the Company failed to meet its budget targets and recorded a negative financial result. The negative financial result is due to the execution of orders that are in an advanced stage of completion, but these orders have not yet been delivered, and the margins have not yet been recognized. The Company's operations continue to be financed through a loan from its sole shareholder, Danstoker A/S. The current agreement with the main shareholder amounts to PLN 20,000,000 (the outstanding loan balance as of the balance sheet date is tsd. PLN 6,501).

Note 25

Net revenue from the sale of goods for resale and finished products by type and territory

	01.04.2025 - 31.03.2026		01.04.2024 - 31.03.2025	
	from related parties	from other parties	from related parties	from other parties
1. Sales of services (by type)	4 714 482,25	643 477,75	5 370 241,23	1 116 855,05
– services	4 714 482,25	643 477,75	5 370 241,23	1 116 855,05
2. Sales of goods for resale (by type)	7 406,12	250 391,92	1 285,35	975 562,86
– goods for resale	7 406,12	250 391,92	1 285,35	975 562,86
3. Sales of finished products or other services (by	2 812 807,31	19 344 204,89	7 624 903,46	23 861 630,15
– products	2 812 807,31	19 344 204,89	7 624 903,46	23 861 630,15
4. Other sales revenue (by type)	0,00	0,00	0,00	0,00
TOTAL	**7 534 695,68**	**20 238 074,56**	**12 996 430,04**	**25 954 048,06**

	01.04.2025 - 31.03.2026		01.04.2024 - 31.03.2025	
	from related parties	from other parties	from related parties	from other parties
of which:				
Sale to domestic customers	77 918,81	17 646 770,34	14 119,05	16 927 422,84
– finished products/services	77 918,81	17 396 378,42	14 119,05	15 954 308,96
– goods for resale	0,00	250 391,92	0,00	973 113,88
– materials	0,00	0,00	0,00	0,00
Export sales	0,00	4 162,94	2 603 236,00	746 469,15
– finished products/services	0,00	4 162,94	2 603 236,00	746 469,15
– materials	0,00	0,00	0,00	0,00
EU sales	7 456 776,87	2 587 141,28	10 379 074,99	8 280 156,07
– finished products/services	7 449 370,75	2 587 141,28	10 377 789,64	8 277 707,09
– goods	7 406,12	0,00	1 285,35	2 448,98
– materials	0,00	0,00	0,00	0,00

Note 26

Costs by nature and costs of producing goods for the entity's own needs

	01.04.2025-31.03.2026	01.04.2024-31.03.2025
A. Cost of producing goods for the entity's own needs	**0,00**	**71 885,31**
B. Costs by nature	**31 140 986,84**	**36 787 669,09**
1. Depreciation	1 320 979,68	1 268 849,78
2. Use of materials and energy	11 307 541,10	16 322 153,35
3. Third party services	4 887 614,13	5 391 295,26
4. Taxes and charges, of which:	382 473,47	341 551,14
– excise tax	0,00	0,00
5. Wages and salaries	10 610 562,30	10 576 578,97
6. Social insurance and other employee benefits, of which: 1 866	2 459 655,23	2 729 545,32
– retirement	951 265,18	960 533,51
7. Other costs by nature	172 160,93	157 695,27
C. Cost of goods for resale and raw materials sold	**172 347, 06**	**730 022,86**
Total	**31 313 333,90**	**37 589 577,26**

Note 27

Other operating revenue

	01.04.2025-31.03.2026	01.04.2024-31.03.2025
I. Released provisions (relating to)	**18 646,74**	**81,30**
II. Subsidies	**186 287,31**	**160 608,54**
1) co-financing of training from KFS (National Training Fund) funds	32 646,00	33 344,00
2) disabled persons fund	151 284,75	124 907,98
3) WFOS (Regional Enviroment Protection Institution) loan remission	2 356,56	2 356,56
III. Revaluation of non-financial assets	**0,00**	**23 038,55**
1) reversal of receivables write-offs	0,00	23 038,55
IV. Other, of which:	**1 558 166,35**	**2 177 386,74**
A. Released provisions (relating to)	**418 023,00**	**418 023,00**
– badwill depreciation	418 023,00	418 023,00
B. Revenues from sales of materials	**307 823,17**	**590 256,85**
C. Others	**832 320,18**	**1 169 106,89**
1) inventory surplus	809 452,76	1 164 771,46
2) other revenues	22 867,42	4 335,43
Other operating revenue	**1 763 100,40**	**2 361 115,13**

Note 28

Other operating costs

	01.04.2025-31.03.2026	01.04.2024-31.03.2025
I. Provisions recognised	**0,00**	**0,00**
II. Other, including:	**1 497 419,03**	**2 905 528,62**
1) receivables write-down	0,00	12 076,22
2) inventory write-down	480 000,00	480 000,00
3) inventory losses	667 360,38	1 033 732,22
4) disposal costs of non-financial fixed assets	0,00	0,00
5) value of materials sold	344 973,23	1 378 249,25
6) other operating costs	5 085,42	1 470,93
TOTAL other operating costs	**1 497 419,03**	**2 905 528,62**

Note 29

Selected financial revenue

	01.04.2025-31.03.2026	01.04.2024-31.03.2025
I. Total financial revenue from dividends and shares in profits	**0,00**	**0,00**
a) from related parties, of which:	0,00	0,00
b) from other parties	0,00	0,00
II. Total financial revenue from interest	**0,00**	**0,00**
1) on loans	0,00	0,00
a) from related parties, of which:	0,00	0,00
b) from other parties	0,00	0,00
2) other interest	0,00	0,00
a) from related parties, of which:	0,00	0,00
b) from other parties	0,00	0,00
III. Total other financial revenue	**0,00**	**0,00**
1) exchange differences	0,00	0,00
2) released provisions (relating to)	0,00	0,00
3) other, of which:	0,00	0,00

Note 30

Selected financial costs

	01.04.2025-31.03.2026	01.04.2024-31.03.2025
I. Total financial interest costs	**563 273,60**	**897 559,07**
1) on credits and loans	479 758,80	810 574,91
a) to related parties, of which:	479 758,80	810 574,91
– to the holding company	479 758,80	810 574,91
b) to other parties	0,00	0,00
2) other interest	83 514,80	86 984,16
a) to related parties, of which:	0,00	0,00
b) to other parties	83 514,80	86 984,16
II. Total other financial costs	**25 263,62**	**66 474,27**
1) exchange differences	25 263,62	66 474,27
– foreign exchange losses realized	124 931,26	-337 664,10
– foreign exchange losses unrealized	-18 354,89	122 923,85
– foreign exchange gains realized	-165 679,58	305 526,34
– foreign exchange gains unrealized	84 366,83	-24 311,82
2) provisions (relating to)	0,00	0,00
3) other, of which:	0,00	0,00

Note 31

Prepayments and accruals

	01.04.2025-31.03.2026	01.04.2024-31.03.2025
Long-term accruals, including:	**2 015 343,00**	**1 961 800,48**
1. Deferred income tax assets, of which:	2 015 343,00	1 920 986,00
– from tax losses, by date on which the right to deduct loss expires	165 608,00	864 548,00
– in the year 2026	165 608,00	237 035,00
– in the year 2025	0,00	627 513,00
– in the year 2024	0,00	0,00
– from other negative temporary differences, of which among others (please list the greatest):	1 849 735,00	1 056 438,00
– unpaid social insurance	44 967,00	64 586,00
– provision for receivables	72 324,00	72 324,00
– inventory write-down	199 715,00	108 515,00
– unpaid interests	91 154,00	37 324,00
– unrealized exchange differences	0,00	0,00
– leasing assets	266 992,00	294 028,00
– revenues invoiced in the current year relating to future periods	1 013 948,00	366 843,00
– other (unpaid remuneration, provision for annual leave)	160 635,00	112 818,00
2. Total difference between the value of received financial assets and the liability due for them:	0,00	0,00
3. Other	0,00	40 814,48
1. Program subscription	0,00	40 814,48
Short-term prepayments, of which:	**169 919,05**	**176 626,12**
1. Personal and property insurance	62 741,36	54 610,23
2. Software subscription	105 904,07	120 284,77
3. Service costs prepaid	0,00	482,50
4. Magazine subscriptions	1 273,62	1 248,62

	01.04.2025-31.03.2026	01.04.2024-31.03.2025
Accruals, of which:	**12 898 434,62**	**9 773 591,38**
1. Negative goodwill	7 419 909,26	7 837 932,26
Opening balance	7 837 932,26	8 255 955,26
a) increases, of which:	0,00	0,00
b) decreases, of which:	418 023,00	418 023,00
– negative goodwill depreciation	418 023,00	418 023,00
2. Other accruals, of which:	141 958,06	4 909,12
a) long-term, of which:	107 775,63	0,00
– income from fixed assets received free of charge	107 775,63	0,00
b) short-term, of which:	34 182,43	4 909,12
– WFOS loan remission	2 552,56	4 909,12
– income from fixed assets received free of charge	31 629,87	0,00
3. Deferred income, of which:	5 336 567,30	1 930 750,00
a) long-term, of which:	0,00	0,00
b) short-term, of which:	5 336 567,30	1 930 750,00
– surplus of invoiced receivables over realized revenues	5 336 567,30	1 930 750,00
4. Accruals for construction contracts	0,00	0,00

Note 32

Changes in tangible fixed assets

	Freehold land	Land in perpetual usufruct	Buildings and constructions and separate strata title premises and rights to	Plant and equipment	Vehicles	Other fixed assets	Total	Fixed assets under construction	Advances on fixed assets
Gross opening balance	**1 568 581,55**	**0,00**	**21 018 240,22**	**6 979 675,58**	**1 031 430,61**	**535 400,31**	**29 427 172,81**	**25 092,47**	**54 564,63**
Increases, of which:	0,00	0,00	0,00	338 470,66	388 036,59	13 902,44	740 409,69	403 011,24	0,00
– acquisition	0,00	0,00	0,00	0,00	388 036,59	0,00	388 036,59	209 041,11	0,00
– internal transfer	0,00	0,00	0,00	338 470,66	0,00	13 902,44	352 373,10	54 564,63	0,00
– other	0,00	0,00	0,00	0,00	0,00	0,00	0,00	139 405,50	0,00
Decreases, of which:	0,00	0,00	0,00	338 926,04	424 246,33	49 582,67	812 755,04	352 373,10	54 564,63
– liquidation	0,00	0,00	0,00	338 926,04	60 100,00	49 582,67	448 608,71	0,00	0,00
– revaluation	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– disposal	0,00	0,00	0,00	0,00	364 146,33	0,00	364 146,33	0,00	0,00
– internal transfer	0,00	0,00	0,00	0,00	0,00	0,00	0,00	352 373,10	54 564,63
– other	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Gross closing balance	**1 568 581,55**	**0,00**	**21 018 240,22**	**6 979 220,20**	**995 220,87**	**499 720,08**	**31 060 982,92**	**75 730,61**	**0,00**
Accumulated depreciation at beginning of period	**0,00**	**0,00**	**4 744 283,43**	**4 705 241,21**	**658 297,32**	**367 121,95**	**10 474 943,91**	**0,00**	**0,00**
Current depreciation – increases	0,00	0,00	603 122,54	540 569,40	139 739,64	33 060,86	1 316 492,44	0,00	0,00
Decreases, of which:	0,00	0,00	0,00	318 053,64	300 841,28	49 582,67	668 477,59	0,00	0,00
– liquidation	0,00	0,00	0,00	318 053,64	60 100,00	49 582,67	427 736,31	0,00	0,00
– disposal	0,00	0,00	0,00	0,00	240 741,28	0,00	240 741,28	0,00	0,00
– internal transfer	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– other	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Accumulated depreciation at end of period	**0,00**	**0,00**	**5 347 405,97**	**4 927 756,97**	**497 195,68**	**350 600,14**	**11 122 958,76**	**0,00**	**0,00**
Permanent impairment at beginning of period	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**
Increases	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Decreases	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Permanent impairment at end of period	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**
Net book value at beginning of period	**1 568 581,55**	**0,00**	**16 273 956,79**	**2 274 434,37**	**373 133,29**	**168 278,36**	**20 658 384,36**	**25 092,47**	**54 564,63**
Net book value at end of period	**1 568 581,55**	**0,00**	**15 670 834,25**	**2 051 463,23**	**498 025,19**	**149 119,94**	**19 938 024,16**	**75 730,61**	**0,00**
Percent used up from opening value (%)	0,00	0,00	0,25	0,71	0,50	0,70	0,36		

Note 33

Expenses for non-financial fixed assets incurred in the financial year and planned for the coming year

Details according to the contractually agreed repayment period	01.04.2025-31.03.2026	01.04.2024-31.03.2025
Expenses incurred in period,of which:	**209 041,11**	**1 731 247,93**
Acquisition of intangible fixed assets	0,00	0,00
Acquisition of fixed assets, of which:	209 041,11	1 731 247,93
– for environmental protection	0,00	0,00
Fixed assets under construction, of which:	0,00	0,00
– for environmental protection	0,00	0,00
Investments in real estate and rights	0,00	0,00
Planned expenses for the next year	**3 235 000,00**	**0,00**
Acquisition of intangible fixed assets	0,00	0,00
Acquisition of fixed assets, of which:	3 235 000,00	0,00
– for environmental protection	0,00	0,00
Fixed assets under construction, of which:	0,00	0,00
– for environmental protection	0,00	0,00
Investments in real estate and rights	0,00	0,00

Note 34

Inventory

	31.03.2026	31.03.2025
Raw materials	3 440 368,32	3 822 384,92
Semi-finished products and work in progress	6 786 631,20	4 623 257,32
Finished products	598 842,56	4 507,45
Goods for resale	14 030,81	12 804,55
Advances for deliveries	80 522,09	0,00
Total	**10 920 394,98**	**8 462 954,24**

Note 34a

Inventory - write offs

Type of Inventories	31.03.2026	31.03.2025
1. Raw materials	1 051 132,35	571 132,35
2. Semi-finished products and work in progress	0,00	0,00
3. Finished products	0,00	0,00
4. Goods for resale	0,00	0,00

Note 35

Finance leases at the lessee

Items	The present value of the lease payments payable in the following periods			
	up to 1 year	from 1 to 3 years	from 3 to 5 years	over 5 years
passenger car Volkswagen Arteon SK073VV	31 980,72	0,00	0,00	0,00
scissor lift JCB S2632E	10 917,96	0,00	0,00	0,00
passenger car Skoda Octavia TK931CH	22 472,85	0,00	0,00	0,00
passenger car SKODA Octavia 2.0 TDI Drive Selection DS TK135FX	13 411,55	114 865,60	0,00	0,00
passenger car SKODA Octavia 2.0 TDI Drive Selection DS TK136FX	13 411,55	114 865,60	0,00	0,00
passenger car SKODA Octavia 2.0 TDI Drive Selection DS TK177FX	13 411,55	114 865,60	0,00	0,00
4-roller sheet metal rolling machine MG4R3048G	147 720,86	367 925,64	417 590,10	127 502,16

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Note 36

Ownership of tangible fixed ssets

	Freehold land	Land in perpetual usufruct	Buildings and constructions and separate strata title premises and rights to premises	Plant and equipment	Vehicles	Other fixed assets	Total
Tangible fixed assets owned	1 568 581,55	0,00	21 018 240,22	5 461 926,20	303 363,15	499 720,08	28 851 831,20
Tangible fixed assets used on the basis of rental, tenancy or other agreements, including lease agreements	0,00	0,00	0,00	1 517 294,00	691 857,72	0,00	2 209 151,72
used based on rental agreements	0,00	0,00	0,00	0,00	0,00	0,00	0,00
used based on tenancy agreements	0,00	0,00	0,00	0,00	0,00	0,00	0,00
used based on lease agreements	0,00	0,00	0,00	1 517 294,00	691 857,72	0,00	2 209 151,72
used based on other agreements (specify)	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Total tangible fixed assets	**1 568 581,55**	**0,00**	**21 018 240,22**	**6 979 220,20**	**995 220,87**	**499 720,08**	**31 060 982,92**

Note 37

Ageing of short-term receivables

	Gross short-term receivables	of which: disputed receivables	Provision for doubtful debts	Net short-term receivables
1. Receivables from related parties	**2 866 518,26**	**0,00**	**0,00**	**2 866 518,26**
a) trade receivables due within 12 months	**2 866 518,26**	**0,00**	**0,00**	**2 866 518,26**
Opening balance	78 887,80	0,00	0,00	78 887,80
Closing balance, of which:	2 866 518,26	0,00	0,00	2 866 518,26
– current	2 866 518,26	0,00	0,00	2 866 518,26
– overdue by 1 month or less	0,00	0,00	0,00	0,00
– overdue by 1 to 3 months	0,00	0,00	0,00	0,00
– overdue by 3 to 6 months	0,00	0,00	0,00	0,00
– overdue by 6 months to 1 year	0,00	0,00	0,00	0,00
– overdue by more than 1 year	0,00	0,00	0,00	0,00
b) trade receivables due in more than 12 months	**0,00**	**0,00**	**0,00**	**0,00**
Opening balance	0,00	0,00	0,00	0,00
Closing balance, of which:	0,00	0,00	0,00	0,00
c) other	**0,00**	**0,00**	**0,00**	**0,00**
Opening balance	0,00	0,00	0,00	0,00
Closing balance, of which:	0,00	0,00	0,00	0,00
2. Receivables from other parties	**3 288 531,38**	**0,00**	**380 654,10**	**2 907 877,28**
a) trade receivables due within 12 months	**3 151 640,09**	**0,00**	**380 654,10**	**2 770 985,99**
Opening balance	2 786 246,11	0,00	380 654,10	2 405 592,01
Closing balance, of which:	3 151 640,09	0,00	380 654,10	2 770 985,99
– current	2 120 234,72	0,00	0,00	2 120 234,72
– overdue by 1 month or less	219 760,20	0,00	0,00	219 760,20
– overdue by 1 to 3 months	77 627,38	0,00	0,00	77 627,38
– overdue by 3 to 6 months	204 289,04	0,00	0,00	204 289,04
– overdue by 6 months to 1 year	368,19	0,00	0,00	368,19
– overdue by more than 1 year	529 360,56	0,00	380 654,10	148 706,46
b) trade receivables due in more than 12 months	**0,00**	**0,00**	**0,00**	**0,00**
Opening balance	0,00	0,00	0,00	0,00
Closing balance, of which:	0,00	0,00	0,00	0,00
c) tax, subsidy and social insurance receivables	**101 539,29**	**0,00**	**0,00**	**101 539,29**
Opening balance	585 598,84	0,00	0,00	585 598,84
Closing balance, of which:	101 539,29	0,00	0,00	101 539,29
– current	101 539,29	0,00	0,00	101 539,29
– overdue by 1 month or less	0,00	0,00	0,00	0,00
– overdue by 1 to 3 months	0,00	0,00	0,00	0,00
– overdue by 3 to 6 months	0,00	0,00	0,00	0,00
– overdue by 6 months to 1 year	0,00	0,00	0,00	0,00
– overdue by more than 1 year	0,00	0,00	0,00	0,00

	Gross short-term receivables	of which: disputed receivables	Provision for doubtful debts	Net short-term receivables
d) other receivables	**35 352,00**	**0,00**	**0,00**	**35 352,00**
Opening balance	74 088,86	0,00	0,00	74 088,86
Closing balance, of which:	35 352,00	0,00	0,00	35 352,00
– current	35 352,00	0,00	0,00	35 352,00
– overdue by 1 month or less	0,00	0,00	0,00	0,00
– overdue by 1 to 3 months	0,00	0,00	0,00	0,00
– overdue by 3 to 6 months	0,00	0,00	0,00	0,00
– overdue by 6 months to 1 year	0,00	0,00	0,00	0,00
– overdue by more than 1 year	0,00	0,00	0,00	0,00
e) receivables in court	**0,00**	**0,00**	**0,00**	**0,00**
Opening balance	0,00	0,00	0,00	0,00
Closing balance, of which:	0,00	0,00	0,00	0,00

Note 38

Short-term receivables from related parties (ownership structure)

	Gross short-term receivables	Provision for doubtful debts	Net short-term receivables
1. Trade receivables, of which from:	**2 866 518,26**	**0,00**	**2 866 518,26**
a) subsidiary companies	0,00	0,00	0,00
b) co-subsidiary companies	0,00	0,00	0,00
c) associated companies	0,00	0,00	0,00
d) significant investor	0,00	0,00	0,00
e) co-subsidiary's shareholder	0,00	0,00	0,00
f) holding company	2 866 518,26	0,00	2 866 518,26
2. Other, of which from:	**0,00**	**0,00**	**0,00**
a) subsidiary companies	0,00	0,00	0,00
b) co-subsidiary companies	0,00	0,00	0,00
c) associated companies	0,00	0,00	0,00
d) significant investor	0,00	0,00	0,00
e) co-subsidiary's shareholder	0,00	0,00	0,00
f) holding company	0,00	0,00	0,00
3. In court, of which from:	**0,00**	**0,00**	**0,00**
a) subsidiary companies	0,00	0,00	0,00
b) co-subsidiary companies	0,00	0,00	0,00
c) associated companies	0,00	0,00	0,00
d) significant investor	0,00	0,00	0,00
e) co-subsidiary's shareholder	0,00	0,00	0,00
f) holding company	0,00	0,00	0,00
Total short-term receivables from related parties	**2 866 518,26**	**0,00**	**2 866 518,26**

Note 39

Short-term receivables (currency structure)

	in PLN	in EUR	Translated EUR into PLN	in GBP	Translated GBP into PLN	Total short-term receivables in PLN
1. From related parties, of which from:	**2 866 518,26**	**0,00**	**0,00**	**0,00**	**0,00**	**2 866 518,26**
subsidiaries relating to:	0,00	0,00	0,00	0,00	0,00	0,00
co-subsidiary companies	0,00	0,00	0,00	0,00	0,00	0,00
sales of products and services	0,00	0,00	0,00	0,00	0,00	0,00
associates relating to:	0,00	0,00	0,00	0,00	0,00	0,00
significant investor relating to:	0,00	0,00	0,00	0,00	0,00	0,00
co-subsidiary's shareholder relating to:	0,00	0,00	0,00	0,00	0,00	0,00
holding company relating to:	2 866 518,26	0,00	0,00	0,00	0,00	2 866 518,26
sales of products and services	2 866 518,26	0,00	0,00	0,00	0,00	2 866 518,26
2. From other parties relating to:	**1 443 677,68**	**430 095,98**	**1 844 853,70**	**15,00**	**74,14**	**3 288 605,52**
sales of products and services	1 306 786,39	430 095,98	1 844 853,70	15,00	74,14	3 151 714,23
public-law liabilities	101 539,29	0,00	0,00	0,00	0,00	101 539,29
other	35 352,00	0,00	0,00	0,00	0,00	35 352,00

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Note 40

Long-term liabilities to the parent company – time structure

Ageing	Credits and loans	Securities	Other financial liabilities	Finance leases	Other	Total
from 1 to 3 years						
beginning of period	0,00	0,00	0,00	0,00	0,00	0,00
end of period	0,00	0,00	0,00	0,00	0,00	0,00
from 3 to 5 years						
beginning of period	0,00	0,00	0,00	0,00	0,00	0,00
end of period	0,00	0,00	0,00	0,00	0,00	0,00
more than 5 years						
beginning of period	9 217 372,92	0,00	0,00	0,00	0,00	9 217 372,92
end of period	6 501 245,74	0,00	0,00	0,00	0,00	6 501 245,74
Total						
beginning of period	9 217 372,92	0,00	0,00	0,00	0,00	9 217 372,92
end of period	6 501 245,74	0,00	0,00	0,00	0,00	6 501 245,74

Note 41

Long-term liabilities (currency structure)

	in PLN	in EUR	Translated into PLN	Total long-term liabilities in PLN
1. To related parties, of which to:	**6 501 245,74**	**0,00**	**0,00**	**6 501 245,74**
subsidiaries relating to:	0,00	0,00	0,00	0,00
co-subsidiaries relating to:	0,00	0,00	0,00	0,00
associates relating to:	0,00	0,00	0,00	0,00
significant investor relating to:	0,00	0,00	0,00	0,00
co-subsidiary's shareholder relating to:	0,00	0,00	0,00	0,00
holding company relating to:	6 501 245,74	0,00	0,00	6 501 245,74
- loan	6 501 245,74	0,00	0,00	6 501 245,74
To other parties relating to:	**349 592,68**	**211 689,75**	**908 022,02**	**1 257 614,70**
leasing liabilities	349 592,68	211 689,75	908 022,02	1 257 614,70

Note 42

Short-term liabilities to holding company

	31.03.2026	31.03.2025
1. Credits and loans, of which:	**0,00**	**0,00**
– with a long-term repayment period	0,00	0,00
– debt securities	0,00	0,00
– dividends	0,00	0,00
2. Other financial liabilities, of which:	**0,00**	**0,00**
3. Trade payables, with due dates:	**333 247,38**	**453 124,74**
– within 12 months	333 247,38	453 124,74
– in more than 12 months	0,00	0,00
4. Advances received on deliveries	**0,00**	**0,00**
5. Promissory notes	**0,00**	**0,00**
Total	**333 247,38**	**453 124,74**

Note 43

Short-term liabilities to other companies

	31.03.2026	31.03.2025
1. Credits and loans, of which:	**0,00**	**0,00**
– with a long-term repayment period	0,00	0,00
– debt securities	0,00	0,00
– dividends	0,00	0,00
2. Other financial liabilities, of which:	**253 327,04**	**434 246,06**
– leasing liabilities	253 327,04	434 246,06
3. Trade payables, with due dates:	**2 323 679,36**	**1 539 808,65**
– within 12 months	2 323 679,36	1 539 808,65
– in more than 12 months	0,00	0,00
4. Advances received on deliveries	**5 594 276,88**	**1 379 882,16**
5. Due to taxes, customs and social security	**1 011 270,24**	**824 497,85**
6. Promissory notes	**0,00**	**0,00**
7. Liabilities to employees due to salaries	**675 152,29**	**668 878,40**
8. Other	**28 406,53**	**28 462,08**
Total	**9 886 112,34**	**4 875 775,20**

Note 44

Short-term liabilities (currency structure)

	in PLN	in EUR	Translated EUR into PLN	in DKK	Translated DKK into PLN	Total short-term liabilities in PLN
1. To related parties, of which to:	**333 247,38**	**0,00**	**0,00**	**0,00**	**0,00**	**333 247,38**
subsidiaries relating to:	0,00	0,00	0,00	0,00	0,00	0,00
co-subsidiaries relating to:	0,00	0,00	0,00	0,00	0,00	0,00
trade payables	0,00	0,00	0,00			0,00
associates relating to:	0,00	0,00	0,00	0,00	0,00	0,00
significant investor relating to:	0,00	0,00	0,00	0,00	0,00	0,00
co-subsidiary's shareholder relating to:	0,00	0,00	0,00	0,00	0,00	0,00
holding company relating to:	333 247,38	0,00	0,00	0,00	0,00	333 247,38
loans	0,00	0,00	0,00	0,00	0,00	0,00
trade payables	333 247,38	0,00	0,00	0,00	0,00	333 247,38
2. To other parties relating to:	**5 485 078,74**	**1 037 450,07**	**4 397 863,69**	**5 522,50**	**3 169,92**	**9 886 112,34**
leasing liabilities	87 029,05	38 769,52	166 297,99	0,00	0,00	253 327,04
trade payables	1 421 145,63	209 671,24	899 363,82	5 522,50	3 169,92	2 323 679,36
advances received on deliveries	2 262 075,00	789 009,30	3 332 201,88	0,00	0,00	5 594 276,88
taxes and social security	1 011 270,24	0,00	0,00	0,00	0,00	1 011 270,24
salaries	675 152,29	0,00	0,00	0,00	0,00	675 152,29
other liabilities	28 406,53	0,00	0,00	0,00	0,00	28 406,53

Note 45

Short-term liabilities relating to credits and loans

Company name	Registered office	Loan amount according to the agreement in currency	Loan amount according to the agreement in PLN	Loan amount to pay in currency	Loan amount to pay in PLN	Interest conditions	Due date	Loan security	Other information, including information on defaults on a loan or breach of loan agreement, for which no remedial action has been taken by the end of the reporting period
Danstoker A/S	Industrivej Nord 13, 7400 Herning, Dania	20 000 000,00	20 000 000,00	6 501 245,74	6 501 245,74	WIBOR 3M + marża 1,25 p.p.	22.02.2033	brak	nie dotyczy
Total		**20 000 000,00**	**20 000 000,00**	**6 501 245,74**	**6 501 245,74**				

Note 46

Changes in intangible fixed assets

	Costs of completed research and development	Goodwill	Copy rights, neighboring rights, licenses and permits	Rights to inventions, patents, trademarks	Computer software	Other, including know-how	Total
Gross opening balance	**0,00**	**0,00**	**0,00**	**0,00**	**4 923,00**	**0,00**	**4 923,00**
Increases, of which:	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– acquisition	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– internal transfer	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– other	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Decreases	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– liquidation	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– disposal	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– internal transfer	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– other	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Gross closing balance	**0,00**	**0,00**	**0,00**	**0,00**	**4 923,00**	**0,00**	**4 923,00**
Accumulated amortization at beginning of period	**0,00**	**0,00**	**0,00**	**0,00**	**4 923,00**	**0,00**	**4 923,00**
Current amortization – increases	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Accumulated amortization – decreases	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– liquidation	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– disposal	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– internal transfer	0,00	0,00	0,00	0,00	0,00	0,00	0,00
– other	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Total accumulated amortization at end of period	**0,00**	**0,00**	**0,00**	**0,00**	**4 923,00**	**0,00**	**4 923,00**

	Costs of completed research and development	Goodwill	Copy rights, neighboring rights, licenses and permits	Rights to inventions, patents, trademarks	Computer software	Other, including know-how	Total
Permanent impairment at beginning of period	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**
Increases	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Decreases	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Permanent impairment at end of period	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**
Net book value at beginning of period	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**
Net book value at end of period	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**	**0,00**
Percent used up from opening value (%)	0%	0%	0%	0%	100%	0%	100%

Note 47

Cost of fixed assets under construction, including interest and foreign exchange differences that increase the cost of fixed assets under construction

	31.03.2026	31.03.2025
Cost of fixed assets under construction excluding interest and foreign exchange differences	75 730,61	25 092,47
Interest in the financial year increasing the cost of fixed assets under construction	0,00	0,00
Foreign exchange differences in the financial year increasing the cost of fixed assets under construction	0,00	0,00
Total	**75 730,61**	**25 092,47**

Note 48

Special funds

Title	31.03.2026	31.03.2025
Social fund	15 234,89	65 972,90
Company fund for the rehabilitation of the disabled	0,00	0,00
Housing cooperative repair and renovation fund	0,00	0,00
Total	**15 234,89**	**65 972,90**

Note 49

Cost settlement data

	01.04.2025 - 31.03.2026	01.04.2024 - 31.03.2025
I. Changes in the area of settled costs +/-	**939 616,41**	**843 564,66**
1. Relating to inventory differences	0,00	0,00
2. Written off discontinued production	0,00	0,00
3. Write off of costs with no economic effect	939 616,41	771 679,35
4. Production of fixed assets on its own	0,00	71 885,31
5. Other	0,00	0,00
II. Change in inventory, finished products and accrued costs +/-	**2 717 708,99**	**1 577 351,61**
1. Finished products	594 335,11	-279 207,65
2. Semi-finished products and work in progress	2 163 373,88	1 856 559,26
3. Accrued costs	-40 000,00	0,00
III. Cost of goods sold	**27 483 661,44**	**34 438 638,13**
– cost of finished products sold	18 460 071,67	25 718 603,91
– cost of producing goods for the entity's own needs	0,00	71 885,31
– sales costs	1 941 809,73	2 035 782,16
– general administrative costs	7 081 780,04	6 612 366,75
IV. Cost of goods for resale and raw materials sold	**172 347,06**	**730 022,86**

Note 50

Accumulated profit (loss) from previous years

	31.03.2026	31.03.2025
Accumulated profit (loss) from previous years at beginning of period	**-9 449 868,52**	**-10 829 236,76**
Accumulated profit from previous years at beginning of period	1 379 368,24	4 047 152,71
– changes in accounting methods (policies)	0,00	0,00
– adjustments of errors	3,29	3,30
Adjusted accumulated profit from previous years at beginning of period	1 379 371,53	4 047 156,01
a) increases (relating to)	0,00	0,00
b) decreases (relating to)	1 379 368,24	4 047 152,71
– coverage of loss from previous years from profit	1 379 368,24	4 047 152,71
Accumulated profit from previous years at end of period	3,29	3,30
Accumulated loss from previous years at beginning of period	10 829 236,76	14 876 389,47
– changes in accounting methods (policies)	0,00	0,00

	31.03.2026	31.03.2025
– adjustments of errors	0,00	0,00
Adjusted accumulated loss from previous years at beginning of period	10 829 236,76	14 876 389,47
a) increases (relating to)	0,00	0,00
– transfer of loss from previous years to be covered	0,00	0,00
b) decreases (relating to)	1 379 368,24	4 047 152,71
– coverage of loss from previous years from profit	1 379 368,24	4 047 152,71
Accumulated loss from previous years at end of period	9 449 868,52	10 829 236,76
Accumulated profit (loss) from previous years at end of period	-9 449 865,23	-10 829 233,46

Note 51
Changes in reserve capital

	31.03.2026	31.03.2025
Opening balance	**17 055 000,00**	**17 055 000,00**
increases (relating to)	**0,00**	**0,00**
– share premium	0,00	0,00
use (relating to)	**0,00**	**0,00**
Closing balance	**17 055 000,00**	**17 055 000,00**

Note 52

Financial risk factors and methods of financial risk management

Objectives and principles of financial risk management

The activities of the Entity are exposed to the following types of financial risk:

– market risk, including currency risk, interest rate risk and other price risk,

– liquidity risk,

– credit risk.

Basic principles of risk management

The Management Board is responsible for establishing and overseeing the Company's risk management, including identifying and analyzing the risks to which the Company is exposed, establishing appropriate limits and controls, and monitoring risks and compliance with limits. Risk management policies and procedures are regularly reviewed to reflect changing market conditions and changes in the Company's operations.

Market risk

Market risk is the possibility that changes in market prices, such as exchange rates, interest rates, and equity prices, will affect the Company's results or the value of its financial instruments. The goal of market risk management is to maintain and control the Company's exposure to market risk within established parameters, while simultaneously striving to optimize the rate of return on investment.

a) Currency Risk

Currency risk is primarily associated with changes in the EUR exchange rate. The entity's exposure to exchange rate risk is significant due to the significant share of purchases in foreign currencies and the large share of sales revenues denominated in foreign currencies. The company does not hedge against exchange rate risk or exchange rate fluctuations. Settlements with Group companies are made in Polish currency. Settlements with companies denominated in foreign currencies, once a significant level is reached, will be hedged with forward transactions.

b) Interest Rate Risk

The entity has liabilities under loans and borrowings, for which interest is calculated based on a variable interest rate. This is a form of a credit line granted by the sole shareholder, Danstoker A/S, for a total amount of PLN 20 million. The entity minimizes interest rate risk by appropriately structuring its assets and liabilities, including trade liabilities and liabilities from advance payments received for deliveries.

c) Other Price Risk

The entity is exposed to losses due to changes in the prices of goods and materials. The objective of managing the price risk of goods and materials is to limit potential losses due to price changes to an acceptable level by shaping the structure of commodity positions. The company hedges against this risk by setting the expiration date of its sales offers and by performing its services using materials provided by clients. The entity does not use derivative hedging instruments to address price risk.

Liquidity risk

The Company is exposed to liquidity risk, defined as the risk of losing the ability to meet its obligations within specified deadlines. In the opinion of the Company's Management Board, the value of cash, the working capital loan, and the portfolio of received orders mean that the Company is not exposed to liquidity risk.

Credit risk

The entity is exposed to credit risk, defined as the risk that creditors will default on their obligations and thus cause the Company to incur losses. The entity has numerous customers. The company adheres to the principle of concluding transactions with counterparties with verified creditworthiness. The primary source of credit risk exposure is trade receivables. The majority of the company's revenue is generated by the execution of orders and contracts for the supply of boilers, heat

exchangers, accessories, and boiler plant components. The company protects itself against the risk of contractor insolvency through receivables insurance and prepayments.

Note 53

Financial instruments - Characteristics of financial instruments, including those not measured at fair value

Description	Characteristics (quantity)	A description of the methods and significant assumptions used to measure fair value, or reasons why fair value cannot be determined, and the limits of the range within which fair value may lie	Fair value or value at adjusted purchase price	Opening balance	Increases	Releases	Closing balance	Conditions and dates affecting the size, timing and certainty of future cash flows	Principles of entering purchased financial instruments into the accounting books
Financial assets held for trading, including:	0,00		0,00	0,00	0,00	0,00	0,00		
– derivatives	0,00		0,00	0,00	0,00	0,00	0,00		
– financial assets held for trading, valued at the adjusted purchase price due to the lack of reliable measurement	0,00		0,00	0,00	0,00	0,00	0,00		
Financial assets available for sale, including:	0,00		0,00	0,00	0,00	0,00	0,00		
– available-for-sale financial assets valued at the adjusted purchase price due to the lack of reliable measurement	0,00		0,00	0,00	0,00	0,00	0,00		
Loans granted and own receivables	0,00		0,00	2 314 803,20	266 133,01	0,00	2 580 936,21		
Financial assets held to maturity	0,00		0,00	0,00	0,00	0,00	0,00		
Financial liabilities held for trading, including:	0,00		0,00	0,00	0,00	0,00	0,00		
– derivatives	0,00		0,00	0,00	0,00	0,00	0,00		
Other financial liabilities	0,00		0,00	10 764 887,07	384 831,45	3 137 531,04	8 012 187,48		
Financial assets and liabilities not measured at fair value, including:	0,00		0,00	0,00	0,00	0,00	0,00		
– loans granted and own receivables not held for sale	0,00		0,00	0,00	0,00	0,00	0,00		
– financial assets held to maturity	0,00		0,00	0,00	0,00	0,00	0,00		
– financial assets for which there is no market price determined in active regulated trading and the fair value cannot be determined in any other reliable way	0,00		0,00	0,00	0,00	0,00	0,00		
– hedged financial assets	0,00		0,00	0,00	0,00	0,00	0,00		

Note 54

Financial instruments - Interest income arising from financial assets

Category of assets	Interest income calculated in accordance with the concluded contract				
	Total	Realised	Unrealised		
			Up to 3 months	From 3 months do 12 months	Above 12 months
Granted loans	0,00	0,00	0,00	0,00	0,00
Own receivables	0,00	0,00	0,00	0,00	0,00
Debt financial instruments, including:	0,00	0,00	0,00	0,00	0,00
– treasury bonds	0,00	0,00	0,00	0,00	0,00
– municipal bonds	0,00	0,00	0,00	0,00	0,00
– corporate bonds	0,00	0,00	0,00	0,00	0,00
– Treasury bills	0,00	0,00	0,00	0,00	0,00
– mortgage bonds	0,00	0,00	0,00	0,00	0,00
– certificates of deposit	0,00	0,00	0,00	0,00	0,00
Other (please specify)	0,00	0,00	0,00	0,00	0,00

Comments
Financial instruments - Interest expense arising from financial liabilities

Note 55

Financial instruments - Interest expense arising from financial liabilities

Category of liabilities	Interest income calculated in accordance with the concluded contract				
	Total	Realised	Unrealised		
			Up to 3 months	From 3 months do 12 months	Above 12 months
Liabilities classified as held for trading, including:	0,00	0,00	0,00	0,00	0,00
Long-term financial liabilities, including:	5 102 773,39	2 538 421,09	107 956,64	317 560,38	2 138 835,28
– loan from Danstoker A/S valid until 22.02.2033 (1)	4 671 512,72	2 386 850,28	82 501,70	248 411,71	1 953 749,03
– lease agreements	431 260,67	151 570,81	25 454,94	69 148,67	185 086,25
Short-term financial obligations, including:	0,00	0,00	0,00	0,00	0,00

Comments:
(1) - calculation assuming that the balance will be maintained at the current level (PLN 6,501,245.75), and with the WIBOR 3M interest rate of 3.84 percentage points, agreement in the form of a credit line up to PLN 20 million without a repayment schedule

Note 56

Financial instruments - Information on interest rate risk and credit risk

Type of financial instrument	Actual value	Redemption date or revaluation date	Effective interest rate	Type of risk	The estimated maximum amount of loss to which the entity would be exposed (without collateral) if the creditor defaulted
Other financial liabilities - Loan from Danstoker A/S	6 501 245,74		5,09%	interest rate	0,00
Lease agreements	1 510 941,74		5,09 - 6,84% (1)	interest rate	0,00
Loans granted and own receivables	2 580 936,21		0,00%	credit	2 580 936,21
Trade receivables	5 637 504,25		0,00%	credit	5 637 504,25

Comments:
(1) at 3M WIBOR 3.84% (2) Loans granted and receivables consist of cash in hand and in bank accounts

Ostrowiec Świętokrzyski, May 25th 2026

Financial statements prepared by

.....
Michał Musiał

Management Board

.....
Mahesh Bukinkere
President of the Board

.....
Peter Overgaard
Vice-President of the Board

.....
Sanjay Reddy
Member of The Board

DANSTOKER POLAND SP. ZO.O.

9. Corporate Income Tax (CIT)

Position			Current year			Previous year		
			Total	Capital gains	Other	Total	Capital gains	Other
A	**Gross profit (loss) (F+G-H)**	**Legal basis (CIT Act)**	**-1 145 710,52**			1 573 576,24		
B	Tax-free income (permanent differences between profit / loss for accounting purposes and income / loss for tax purposes), including:		**2 356,56**	**0,00**	**2 356,56**	2 356,56	0,00	2 356,56
	settlement of a redeemed loan for the purchase of fixed assets	**(Article 17, Paragraph 21)**	**2 356,56**	**0,00**	**2 356,56**	2 356,56	0,00	2 356,56
C	Revenues not subject to taxation in the current year, including:		**429 045,47**	**0,00**	**429 045,47**	495 057,41	0,00	495 057,41
	write-off of negative goodwill	(Article 16c, Point 4)	**418 023,00**	**0,00**	**418 023,00**	418 023,00	0,00	418 023,00
	unrealised foregin exchange income	(Article 15a)	**11 022,47**	**0,00**	**11 022,47**	77 034,41	0,00	77 034,41
	inventory write-downs - reversal	(Article 16, Paragraph 1, Point 26a)	**0,00**	**0,00**	**0,00**	0,00	0,00	0,00
D	**Taxable income in the current year, recognized in the accounting books of previous years, including:**		**3 545 222,80**	**0,00**	**3 545 222,80**	0,00	0,00	0,00
	future revenues invoiced in current year	(Article 12, Paragraph 3-3g)	**3 405 817,30**	**0,00**	**3 405 817,30**	0,00	0,00	0,00
	disclosure of fixed assets received free of charge	(Article 12, Paragraph 1, Point 2)	**139 405,50**	**0,00**	**139 405,50**	0,00	0,00	0,00
E	Costs not constituting tax deductible costs (permanent differences between profit / loss for accounting purposes and income / loss for tax purposes), including:		**260 117,04**	**0,00**	**260 117,04**	238 090,18	0,00	238 090,18
	representation costs, in particular incurred for catering services, purchase of food and beverages, including alcoholic beverages	(Article 16, Paragraph 1, Point 28)	**98 941,55**	**0,00**	**98 941,55**	97 329,20	0,00	97 329,20
	costs of using vehicles that are not the property of the company	(Article 16, Paragraph 1, Point 51)	**48 808,65**	**0,00**	**48 808,65**	45 728,42	0,00	45 728,42
	interest on leasing	(Article 16, Paragraph 1, Point 11)	**78 797,35**	**0,00**	**78 797,35**	75 532,01	0,00	75 532,01
	write-offs updating the value of receivables	(Article 16, Paragraph 1, Point 26a)	**0,00**	**0,00**	**0,00**	12 076,22	0,00	12 076,22
	the loss arose as a result of liquidation of fixed assets and intangible assets	(Article 16, Paragraph 1, Point 6)	**19 808,47**	**0,00**	**19 808,47**	0,00	0,00	0,00
	contractual penalties and damages	(Article 16, Paragraph 1, Point 22)	**3 060,00**	**0,00**	**3 060,00**	0,00	0,00	0,00
	other values (sum of items, each of which is less than PLN 20,000)	**(Article 15)**	**10 701,02**	**0,00**	**10 701,02**	7 424,33	0,00	7 424,33
F	Costs not recognized as tax deductible costs in the current year, including:		**2 271 040,29**	**0,00**	**2 271 040,29**	2 024 396,08	0,00	2 024 396,08
	the difference between tax depreciation and accounting depreciation (tax < accounting)	(Article 15, Paragraph 6)	**739 872,70**	**0,00**	**739 872,70**	681 173,61	0,00	681 173,61

Position			Current year			Previous year		
			Total	Capital gains	Other	Total	Capital gains	Other
	inventory write-downs	(Article 16, Paragraph 1, Point 26a)	**480 000,00**	**0,00**	**480 000,00**	480 000,00	0,00	480 000,00
	Social Security Institution contributions accrued unpaid in the current year	(Article 16, Paragraph 1, Point 57a)	**236 669,47**	**0,00**	**236 669,47**	339 927,39	0,00	339 927,39
	accrued but unpaid or redeemed interest on liabilities, including also on loans (credits)	(Article 16, Paragraph 1, Point 11)	**479 758,80**	**0,00**	**479 758,80**	196 443,46	0,00	196 443,46
	change in the provision for pension, holidays, bonuses	(Article 16, Paragraph 1, Point 27)	**213 155,85**	**0,00**	**213 155,85**	145 171,94	0,00	145 171,94
	unpaid remuneration under civil law contracts relating to March last year, paid in the following year	(Article 16, Paragraph 1, Point 57)	**4 549,06**	**0,00**	**4 549,06**	6 033,24	0,00	6 033,24
	unrealised foregin exchange income - reversal	(Article 15a)	**77 034,41**	**0,00**	**77 034,41**	175 646,44	0,00	175 646,44
	provision for repairs	(Article 16, Paragraph 1, Point 22)	40 000,00	0,00	40 000,00	0,00	0,00	0,00
G	**Costs recognized as tax deductible costs in the current year recognized in the books of previous years, including:**		**820 635,41**	**0,00**	**820 635,41**	**3 046 267,44**	**0,00**	**3 046 267,44**
	leasing installments paid (operational leasing converted into financial leasing) +initial payment	(Article 17b, Paragraph 1)	**281 382,11**	**0,00**	**281 382,11**	342 483,49	0,00	342 483,49
	Social Security Institution contributions relating to the previous year, paid in thecurrent year	(Article 15, Paragraph 4h)	**339 927,39**	**0,00**	**339 927,39**	322 990,82	0,00	322 990,82
	remuneration paid under civil law contracts relating to last March, and paid in April this year	(Article 15, Paragraph 4g)	**2 882,45**	**0,00**	**2 882,45**	3 875,60	0,00	3 875,60
	paid loan interests	(Article 16, Paragraph 1, Point 11)	**196 443,46**	**0,00**	**196 443,46**	2 188 651,88	0,00	2 188 651,88
	Recognition of the uncollectibility of a previously written-off receivable (reclassified from Non-Tax Costs to Tax Costs)	(Article 16, Paragraph 2, Point 1)	**0,00**	**0,00**	**0,00**	188 265,65	0,00	188 265,65
H	**Loss from previous years:**	(Article 7, Paragraph 5)	**3 678 632,17**			292 381,09		
	loss for 2019 not more than 50%	(Article 7, Paragraph 5)	**0,00**			288 226,65		
	loss for 2020 not more than 50%	(Article 7, Paragraph 5)	**0,00**			4 154,44		
	loss for 2020 not more than 5 mln PLN	(Article 7, Paragraph 5)	**2 949 423,31**			0,00		
	loss for 2021 not more than 5 mln PLN	(Article 7, Paragraph 5)	**729 208,86**			0,00		
J	**Income tax base**		**0,00**			0,00		
K	**Corporate Income Tax**		**0,00**			0,00		

THERMAX INTERNATIONAL TANZANIA LIMITED

Board of Directors
Sandeep Prabhakar Deshpande
Kirtiraj Rajendra Jilkar
Gaurav Sharma

Registered Office
Thermax International Tanzania Limited
Girl Guides building, 1st building,
1st Floor -Tower B
Plot No.1088 Kibasila Street,
Upanga P.O. Box 7323
Dar es Salaam, Tanzania

Auditors
BDO East Africa
Certified Public Accountants
Zo Spaces 4th Floor
Plot no. 4, New Bagamoyo Road
P.O Box 9912, Dar es Salaam Tanzania
PF No: 101

Bankers
Citibank Tanzania Limited
Citibank House, Plot 1962
P.O. Box 71625
Dar es Salaam, Tanzania

Company Secretary
PKF Advisory Limited
P.O. Box 7323
Dar es Salaam, Tanzania

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

REPORT BY THOSE CHARGED WITH GOVERNANCE

1. INTRODUCTION

The members charged with governance present their report together with audited financial statements which disclose the state of affairs of Thermax International Tanzania Limited (the "Company"). This report has been prepared in accordance with the Tanzania Financial Reporting Standards (TFRS) No. 1, The report by those charged with governance issued by National Board of Accountants and Auditors (NBAA).

2. INCORPORATION

Thermax International Tanzania Limited is a private company limited by shares. It was registered in the United Republic of Tanzania on 7 December 2019 through Certificate of Incorporation number 140562629.

3. COMPANY'S VISION

To be a globally respected, high-performance organization offering sustainable solutions in energy and the environment.

4. COMPANY'S MISSION

Our mission is as listed below:

- ✓ We will harness best available technology, operational excellence and service innovation to our customers.
- ✓ We will be extremely service focused – predicting and fulfilling customer needs and expectations.
- ✓ Environment sustainability will be foundation of our business and will drive our thinking and actions at every time.
- ✓ Our services will enable long term economic benefit to our customers.

5. PRINCIPAL ACTIVITIES AND RESOURCES

The Company's principal activities include the manufacture and supply of industrial equipment, as well as erection, installation, and commissioning services. The Company is also engaged in the operation and maintenance of power plants and substations.

By allocating capital to our businesses, we provide differentiation, create value and share it with our stakeholders, while also increasing our own capitals. We present below a brief description of the capitals that are most relevant to our business model.

Financial capital:

Financial capital is composed of the financial resources available and allocated to provision of services to our customers. These resources are obtained through funding from owner's equity and internally generated capital through operations (retained earnings).

Human resource:

This is composed of our employees and their skills and experiences, as well as their motivations to innovate and develop better services, in an ethical and responsible way, by means of their capabilities for management, leadership and cooperation.

Intellectual capital:

This is a collection of how the brand is perceived, its intellectual property, technical know- how, and the ability to be creative and innovative in provision of its products and deployment of technology. The entity places maximum emphasis on harnessing intellectual capital such as through implementation of digital business operation model.

Social and relationship resource:

This is mainly composed of ethical and transparent relationships with our customers, shareholders, investors, suppliers, regulatory agencies, government and society. This also includes the ability to share value with our stakeholders to enhance individual and collective well-being.

6. REVIEW OF FINANCIAL RESULTS AND ACTIVITIES

During the year, the Company managed to secure a contract with customer when compared to last year as a result revenue generated activities were performed.

Performance for the year

The Company made profit after tax of TZS 1,239,809,796; the profit is due to the Operation & Maintenance services.

(a) Statement of Financial Position

The Company recorded current liabilities of TZS 878,489,867, representing a decrease of 13.13% compared to the previous year, primarily due to a reduction in income tax liabilities and trade payables.

The Company reported current assets of TZS 3,357,467,949, reflecting a 12.41% increase from the previous year, primarily driven by higher trade receivables and an increase in bank balances during the year.

(b) Statement of profit or loss and other comprehensive income

The Company reported a profit after tax of TZS 1,239,809,796, reflecting a 18.48% decrease from the previous year, primarily due to the renewal of the operation and maintenance service contract with a reduced scope of manpower deployment.

Revenue for the year amounted to TZS 6,486,155,870, reflecting a 4.79% decrease compared to the previous financial year, primarily due to the reduction in the scope of the operation and maintenance service contract.

Despite the decline in both revenue and profit, the Company secured a three-year contract with a key client during the year, ensuring stable

operational performance. The Company continues to participate in service contracts at competitive pricing to sustain and expand its presence in the sector, supported by a strong order book.

(c) Statement of Cash Flows

During the year, the Company generated positive cash flow from operating activities of TZS 860,934,301, representing a decrease of 60.53% compared to the previous year, primarily driven by changes in working capital movements and higher tax outflows.

7. KEY PERFORMANCE INDICATORS AND LIQUIDITY

The following Key Performance Indicators (KPIs) are effective in measuring the delivery of the Company's strategy and managing business.

Key performance indicators	Definition and calculation method	Ratios	
		2026	2025
Net profit margin	Net profit/Total revenue	19.52%	23.02%
Current ratio	Current asset/Current liability	3.82	2.95

As at year end the members of those charged with governance are conversant on the entity's ability to meet its current liabilities when they fall due.

8. DIVIDENDS

"During the year, the Company declared and paid dividends of TZS 692,010,569 in respect of the financial year 2024–2025, out of retained earnings and current year profits, (2023-2024: TZS 2,541,312,840)."

9. RISK MANAGEMENT AND INTERNAL CONTROL

The board accepts final responsibility for the risk management and internal control system of the company. It is the task of management to ensure that adequate internal financial and operational control systems are developed and maintained on an ongoing basis in order to provide reasonable assurance regarding:

- ✓ The effectiveness and efficiency of operations;
- ✓ The safeguarding of the company's assets;
- ✓ Compliance with applicable laws and regulations;
- ✓ The reliability of accounting records;
- ✓ Business sustainability under normal as well as adverse conditions; and
- ✓ Responsible behavior towards the stakeholders.

The efficiency of any internal control system is dependent on the strict observance of prescribed measures. There is always a risk of non-compliance with such measures by staff. Whilst no system of internal control can provide absolute assurance against misstatement or losses, the company system is designed to provide the Board with reasonable assurance that the procedures in place are operating effectively.

The board assessed the internal control systems throughout the year and is of the opinion that they met the accepted criteria.

10. PRINCIPAL RISKS AND UNCERTAINTIES

The entity's activities expose it to a variety of financial risks including credit risk, liquidity risk, market risks and operational risks. The company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on its financial performance. More details of the financial risks facing the entity are provided in Note 3.13 to the financial statements.

11. CAPITAL STRUCTURE AND SHAREHOLDING

The company's capital structure for the year under review is shown below:

Authorized share capital

6,325,000 ordinary shares of TZS 100 each (2025: 6,325,000 ordinary shares of TZS 100 each.

Called up and fully paid share capital

6,000,003 ordinary shares of TZS 100 each (2025: 6,000,003 ordinary shares of TZS 100 each.

Shareholding

The total number of shareholders during the year 2026 was three. (2025: Three)

Shareholder	2026		2025	
	Number of shares	%	Number of shares	%
Thermax International Limited	**5,999,999**	**99.99993%**	5,999,999	99.99993%
Bhavesh Kumar Chheda	**1**	**0.00002%**	1	0.00002%
Kirtiraj Rajendra Jilkar	**3**	**0.00005%**	3	0.00005%
	6,000,003	**100%**	6,000,003	100%

12. COMPOSITION OF THE BOARD OF DIRECTORS

The directors of the Company at the date of this report and who have served since 1 April 2025 (except otherwise mentioned) are:

No.	Name	Position	Age	Nationality	Qualification	Date of appointment
1.	Sandeep Prabhakar Deshpande	Director/ Shareholder	45	Indian	CMA, CS	31-03-2025
2.	Kirtiraj Rajendra Jilkar	Director/ Shareholder	56	Indian	Engineer	07-12-2019
4.	Gaurav Sharma	Director	48	Indian	Engineer	14-02-2025

The Board is required to meet at least once a year and oversee the management of the business. During the year the Board met twice.

Meeting attendance:

N0	Name of Director	Meeting -1	Meeting 2
1	Sandeep Prabhakar Deshpande	✓	✓
2	Kirtiraj Rajendra Jilkar	✓	✓
3	Gaurav Sharma	✓	✓

13. MANAGEMENT

The day-to-day management of the Company is under Plant Operations Manager (POM) and is organized under the following departments:

- ✓ Operations department.
- ✓ Finance and administrations.

14. CORPORATE GOVERNANCE

The Board of directors consists of three (3) directors. The Board takes overall responsibility for the Company, including responsibility for identifying key risk areas, considering and monitoring investment decisions, considering significant financial matters, and reviewing the performance of management business plans and budgets. The Board is also responsible for ensuring that a comprehensive system of internal control policies and procedures is operative, and for compliance with sound corporate governance principles.

Company's corporate governance structure involves managing and controlling relationships amongst different stakeholders, Board of Directors, employees, customers, suppliers and the community at large.

The Board and all employees observe values and ethical business in all its business interactions and relationships to stakeholders.

The Board is required to meet at least once a year. The Board delegates the day-to-day management of the business to the Directors assisted by senior management. The Company is committed to the principles of effective corporate governance. The directors also recognize the importance of integrity, transparency and accountability. The Board met three during the year

15. SOLVENCY

Those charged with governance confirms that applicable accounting standards have been followed and that the financial statements have been prepared on a going concern basis.

The members have reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future.

16. EMPLOYEES' WELFARE

Management and employees' relationship

There were continued good relations between employees and management for the year 2026. There were no unresolved complaints received by Management from the employees during the year. A healthy relationship continues to exist between management and the trade union for the period under review.

The Company is an equal opportunity employer. It gives equal access to employment opportunities and ensures that the best available person is appointed to any given position free from discrimination of any kind and without regard to factors like gender, marital status, tribes, religion and disability, which does not impair ability to discharge duties.

Training facilities

Training programs have been and are continually being developed to ensure employees are adequately trained at all levels. All employees have some form of annual training to upgrade skills and enhance development.

Medical assistance

All members of staff with a maximum number of four beneficiaries (dependents) for each employee were availed medical insurance guaranteed by the Board. Currently these services are provided through Future Generali Life Insurance (FGLI) and NHIF.

Financial assistance to Staff

Staff advances are available to all confirmed employees depending on the assessment of and the discretion of management as to the need and circumstances.

Persons with Disabilities

Applications for employment by disabled persons are always considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the Company continues and appropriate training is arranged. It is the policy of the Company that training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

Employees Benefit Plan

The Company pays contributions to a publicly administered pension plan on mandatory basis which qualifies to be a defined contribution plan.

17. GENDER PARITY

The Company is equal opportunity employer. It gives equal access to employment opportunities and ensures that the best available person is appointed to any given position free from discrimination of any kind and without regard to factors like gender, marital status, tribes, religion and disability which does not impair ability to discharge duties.

18. RELATED PARTY TRANSACTIONS

The details of the related party transactions and balances are disclosed in Note 14 of these financial statements.

19. SUBSEQUENT EVENTS

There are no material events after the reporting period which require adjustment to, or disclosure, in the financial statements.

20. POLITICAL AND CHARITABLE DONATIONS

The Company did not make any political or charitable donations during the year (2025: NIL).

21. CORPORATE SOCIAL RESPONSIBILITY

During the period the company did not participate in any community activities and development programs however the company intend in future to engage in corporate social responsibility.

22. FUTURE DEVELOPMENT PLANS

The Company intends to increase its customer base, give support to local customers, expand and secure profit of the shareholders.

23. STATEMENT OF COMPLIANCE

The directors' report has been prepared in full compliance with Tanzania Financial Reporting Standard No. 1 (Directors' Report) and constitutes an integral part of the financial statements.

24. AUDITOR

The auditor BDO East Africa has expressed the willingness to continue in office in accordance with Section 170(1) of the Companies Act, 2002. A resolution to re-appoint BDO East Africa as the auditor of the Company will put presented to the Company's Annual General Meeting.

Approved by the Order of the Board and signed on its behalf by:

Gaurav Sharma
Director
Date : 30 th April 2026

STATEMENT OF THOSE CHARGED WITH GOVERNANCE RESPONSIBILITIES FOR THE YEAR ENDED 31 MARCH 2026

The Companies Act, 2002 requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial year and of the operating results of the company for that year. It also requires the directors to ensure the company keeps proper accounting records which disclose with reasonable accuracy at any time the financial position of the company. They are also responsible for safeguarding the assets of the company.

The directors are responsible for the preparation and fair presentation of these financial statements in accordance with IFRS Accounting Standards and the provisions of the Companies Act, 2002. This responsibility includes: designing, implementing and maintaining internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

The directors accept responsibility for the annual financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgments and estimates, in conformity with IFRS Accounting Standards and in the manner required by the Companies Act, 2002. The directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the company and of its operating results. The directors further accept responsibility for the maintenance of accounting records which may be relied upon in the preparation of financial statements, as well as adequate systems of internal financial control.

Nothing has come to the attention of the directors to indicate that the company will not remain a going concern for at least the next twelve months from the date of this statement. On this basis, the directors consider it appropriate to prepare the financial statements on the going concern basis.

The annual financial statements of Thermax International Tanzania Limited as identified were approved and authorized on behalf of the Board of Directors and signed by the following director.

Gaurav Sharma
Director

Date : 30 th April 2026

DECLARATION OF HEAD OF FINANCE FOR THE YEAR ENDED 31 MARCH 2026

The National Board of Accountants and Auditors (NBAA) according to the power conferred under the Auditors and Accountants (Registration) Act. No. 33 of 1972, as amended by Act No. 2 of 1995, requires financial statements to be accompanied with a declaration issued by the Head of Finance responsible for the preparation of financial statements of the entity concerned.

It is the duty of a Professional Accountant to assist the Board of Directors to discharge the responsibility of preparing financial statements of an entity showing true and fair view of the entity position and performance in accordance with applicable International Accounting Standards and statutory financial reporting requirements. Full legal responsibility for the preparation of financial statements rests with the Board of Directors as under Directors Responsibility statement on an earlier page.

I Bashrahil Consulting being the financial consultant of Thermax International Tanzania Limited hereby acknowledge my responsibility of ensuring that financial statements for period since incorporation to 31 March 2026 have been prepared in compliance with applicable accounting standards and statutory requirements.

I thus confirm that the financial statements give a true and fair view position of Thermax International Tanzania Limited as on that date and that they have been prepared based on properly maintained financial records.

Signed by: Sabri Sadick

Position: Financial Consultant

NBAA Membership No:

Date : 30 th April 2026

THERMAX INTERNATIONAL TANZANIA LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF THERMAX INTERNATIONAL TANZANIA LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Thermax International Tanzania Limited ("the Company") which comprise:

- the statement of financial position as at 31 March 2026,
- The statement of profit and loss and comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and
- notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Thermax International Tanzania Limited as at 31 March 2026, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and in the manner required by the Tanzania companies Act, 2002.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Tanzania, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Management is responsible for the other information. The other information obtained at the date of this auditor's report is company information, report by those charged with governance statement of responsibility by those charged with governance and declaration of head of finance. The other information does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with Governance

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

We also

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' 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.

Report on other legal and regulatory requirements

This report, including the opinion, has been prepared for, and only for, the company's members as a body in accordance with the Companies Act, 2002 and for no other purposes.

As required by the Companies Act, 2002, we are also required to report to you if, in our opinion, the , report by those charged with governance is not consistent with the financial statements, if the company has not kept proper accounting records, if the financial statements are not in agreement with the accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed. In respect of the foregoing requirements, we have no matter to report.

Signed by:

Ali Selemani, ACPA 1874

For and behalf of BDO East Africa

Dar es Salaam, Tanzania

Date : 4th May 2026

FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026
STATEMENT OF FINANCIAL POSITION

		2026		2025	
		TZS	**Rs. Lacs**	TZS	Rs. Lacs
Assets					
Non current assets	Notes				
Equipment	9	**4,835,940**	**1.77**	381,553	0.12
Deferred Tax asset	8	**189,676,257**	**69.61**	149,742,160	47.77
		194,512,197	**71.39**	150,123,713	47.89
Current assets					
Trade & other receivables	10	**2,820,815,361**	**1,035.24**	2,614,086,358	833.89
Cash and bank balances	11	**536,652,588**	**196.95**	372,756,822	118.91
		3,357,467,949	**1,232.19**	2,986,843,180	952.80
Total assets		**3,551,980,146**	**1,303.58**	3,136,966,893	1,000.69
EQUITY AND LIABILITIES					
Equity					
Share capital	12	**600,000,300**	**220.20**	600,000,300	191.40
Retained earnings	SCE	**2,073,489,979**	**760.97**	1,525,690,752	486.70
		2,673,490,279	**981.17**	2,125,691,052	678.10
Liabilities					
Current liabilities					
Trade & other payable	13	**796,129,284**	**292.18**	874,586,159	278.99
Income tax payable	7(c)	**82,360,583**	**30.23**	136,689,682	43.60
Total liabilities		**878,489,867**	**322.41**	1,011,275,841	322.60
Total liabilities and equity		**3,551,980,146**	**1,303.58**	3,136,966,893	1,000.69

The financials statements on pages 12 to 31 were authorized for issue by the board of director's and were signed on its behalf by

Gaurav Sharma
Director
Date : 30 th April 2026

Exchange Rate : as at 31 March 2026 is 1 TZS = Rs 0.0367
Exchange Rate : as at 31 March 2025 is 1 TZS = Rs 0.0319

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	NOTE	**2026**		2025	
		TZS	**Rs. Lacs**	TZS	Rs. Lacs
Revenue		**6,352,268,509**	**2,331.28**	6,606,130,325	2,107.36
Other revenue	4	**133,887,361**	**49.14**	206,613,248	65.91
Total revenue		**6,486,155,870**	**2,380.42**	6,812,743,573	2,173.27
Employment benefits	5	**(3,208,247,977)**	**(1,177.43)**	(3,003,602,774)	(958.15)
Other operating expenses	6	**(1,450,068,960)**	**(532.18)**	(1,636,263,239)	(521.97)
Depreciation	9	**(573,579)**	**(0.21)**	(159,918)	(0.05)
Total expenses		**(4,658,890,516)**	**(1,709.81)**	(4,640,025,931)	(1,480.17)
Profit before tax		**1,827,265,353**	**670.61**	2,172,717,642	693.10
Tax charges	7(a)	**(587,455,557)**	**(215.60)**	(651,815,293)	(207.93)
		1,239,809,796	**455.01**	1,520,902,349	485.17
Other comprehensive income		**-**	**-**	-	-
Total Comprehensive income		**1,239,809,796**	**455.01**	1,520,902,349	485.17

THERMAX INTERNATIONAL TANZANIA LIMITED

STATEMENT OF CASH FLOW

		2026		2025	
		TZS	**Rs. Lacs**	TZS	Rs. Lacs
Cash generated from operations					
Profit after tax		**1,239,809,796**	**455.01**	1,520,902,349	485.17
Adjust for non cash items					
Depreciation	10	**573,579**	**0.21**	159,918	0.05
Income tax epenses	8(a)	**587,455,557**	**215.60**	651,815,293	207.93
		1,827,838,933	**670.82**	2,172,877,560	693.15
Working capital charges					
Movement in trade and other receivables		**(206,729,003)**	**(75.87)**	668,295,383	213.19
Movement in trade and other payables		**(78,456,875)**	**(28.79)**	(32,646,686)	(10.41)
		(285,185,879)	**(104.66)**	635,648,697	202.77
Income tax paid	8(c)	**(681,718,753)**	**(250.19)**	(627,155,309)	(200.06)
Net cash flow generated in operations		**860,934,301**	**315.96**	2,181,370,948	695.86
Cash flow from Investing activities					
Purchase of property, plant and equipment		**(5,027,966)**	**(1.85)**	-	-
		(5,027,966)	**(1.85)**	-	-
Cash flow from financing activities					
Dividend paid		**(692,010,569)**	**(253.97)**	(2,541,312,840)	(810.68)
Net cash flow used in financing activities		**(692,010,569)**	**(253.97)**	(2,541,312,840)	(810.68)
Cash and bank balance at the beginning of the year		**372,756,822**	**136.80**	732,698,714	233.73
Increase in cash and cash equivalents for the year		**163,895,766**	**60.15**	(359,941,892)	(114.82)
Cash and bank balance at the end of year		**536,652,588**	**196.95**	372,756,822	118.91

STATEMENT OF CHANGES IN EQUITY

	Share Capital		**Retained earnings**		**Total**	
	TZS	**Rs. Lacs**	**TZS**	**Rs. Lacs**	**RM**	**Rs Lacs**
At start 1 April 2025	600,000,300	191.40	1,525,690,752	486.70	2,125,691,243	678.10
Transaction with owner						
Profit for the year	-		1,239,809,796	395.50	1,239,809,796	395.50
Dividend paid			(692,010,569)	(220.75)	(692,010,569)	(220.75)
As at 31 March 2026	**600,000,300**	**220.20**	**2,073,489,979**	**760.97**	**2,673,490,471**	**981.17**
At start 1 April 2024	600,000,300	194.40	2,546,101,243	824.94	3,146,101,737	1,019.34
Profit for the year	-		1,520,902,349	485.17	1,520,902,349	485.17
Other comprehensive income	-		-		-	
	600,000,300	**191.40**	**4,067,003,592**	**1,310.10**	**4,667,004,086**	**1,504.50**
Transaction with owner						
Dividend paid	-		(2,541,312,840)	(810.68)	(2,541,312,840)	(810.68)
As at 31 March 2025	**600,000,300**	**191.40**	**1,525,690,752**	**486.70**	**2,125,691,246**	**678.10**

NOTES TO THE FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Thermax International Tanzania Limited ("the Company") principal activities include manufacture and supply of industrial equipment, erection and commissioning of Power Plant and Substations and is incorporated in Tanzania as a private limited liability Company.

The address of its registered office and principal place of business are disclosed on page ii.

2. BASIS OF PREPARATION

The principal accounting policies applied in the preparation of Financial Statements are set out below. The policies have been consistently applied to all the years presented, unless otherwise stated. The company Financial Statements are presented in Tanzania Shillings (TZS), which is also the company's functional currency. Financial Statements have been prepared in accordance with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB). The preparation of financial statements in compliance with IFRS requires the use of certain critical accounting estimates. It also requires Company management to exercise judgment in applying the company's accounting policies. The prior year amounts have been presented to be consistent with the presentation in the current year. The company Financial Statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value.

The preparation of financial statements in compliance with IFRS Accounting Standard requires the use of certain critical accounting estimates. It also requires Company management to exercise judgment in applying the Company's accounting policies. The areas where significant judgments and estimates have been made in preparing the financial statements and their effect are disclosed in note 2.1

2.1 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with IFRS Accounting Standards requires management, to make judgements, estimates and assumptions that may affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised if the revision only affects that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Certain accounting policies have been identified where management has applied a higher degree of judgement that have significant effect on the amounts recognized in the financial statements, or estimates and assumptions that have a significant risk of causing a material adjustment to carrying amounts of assets and liabilities within the next financial year.

2.1.1 Critical judgements in applying the Company's accounting policies

The following are the critical judgements, apart from those involving estimations (which are presented separately below), that the Directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognized in the financial statements.

a. Assets useful lives and residual values

Property and equipment are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed at each financial year end and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programs are taken into account.

2.1.2 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are disclosed below,

a. Deferred tax assets

Deferred tax assets are recognized to the extent it is possible that taxable income will be available in the future against which they can be utilized. Future taxable profits are estimated based on budgets which include estimates and assumptions regarding economic growth, interest, inflation, tax rates and competitive forces.

b. Impairment of financial assets

The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

In the process of applying the Company's accounting policies, the directors made judgements in determining whether assets are impaired. For trade receivable balances, the directors have determined expected credit loss by assessing individually each trade receivable balance.

Factors considered in making the assessment of whether the balance is impaired are such as past history with the customer, economy of the business and customer relationship with Company at the time of making assessment.

Impairment of trade receivables is further explained in Note 3.4 below.

2.2 Going Concern

The company's financial statements have been prepared on a going concern basis. Directors are of the view that there are sufficient resources for the Company to continue operating in a foreseeable future.

2.3 New Standards and Interpretations

(a) New standards and amendments mandatory for the first time for the financial year beginning April 1, 2025: The Company has adopted the amendments to IAS 21 (Lack of Exchangeability). The adoption of these amendments did not have a material impact on the financial statements

(b) New standards, amendments, and interpretations issued but not yet effective: At the date of authorization of these financial statements, several new standards and amendments were in issue but not yet effective. The Company has not early adopted the following:

- IFRS 18 Presentation and Disclosure in Financial Statements: Effective for annual periods beginning on or after January 1, 2027. This standard will replace IAS 1 and change the presentation of the Statement of Profit or Loss.
- Amendments to IFRS 9 and IFRS 7 regarding Classification and Measurement: Effective for annual periods beginning on or after January 1, 2026.

The Company is currently assessing the impact of these new standards on its financial statements but does not expect the adoption of the majority of these to have a significant impact, with the exception of IFRS 18, which will require changes to the presentation format of the primary financial statements

3. MATERIAL ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated

3.1 Foreign currency translation

a. Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Tanzania Shilling ("TZS) which is the Company's functional currency.

b. Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuations where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss and other comprehensive income.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in profit or loss within 'finance income or cost'. All other foreign exchange gains and losses are presented in profit or loss within 'other income or expenses.

3.2 Revenue recognition

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is recognized when it has approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable.

Revenue is primarily derived from sale of plant commissioning and maintenance services to customers. Revenue is recognized on a time proportion basis under the contracts.

The five-step model stipulated in IFRS 15 Revenue from contracts with customers is applied when accounting for revenue from contracts with customers. The Company accounts for a revenue contract with a customer only when all the following criteria are met:

- Identify contracts with customers
- Identify the separate performance obligation
- Determine the transaction price of the contract
- Allocate the transaction price to each of the separate performance obligations, and
- Recognize the revenue as each performance obligation is satisfied.

It is probable that the Company will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer.

3.3 Other Income

Other operating incomes primarily comprise net foreign exchange gains and non-recurring tax refunds. Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the profit or loss.

3.4 Equipment

Property and equipment are stated at historical cost less depreciation. Historical costs include expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

The carrying amount of the replaced part is de-recognised. All other repairs and maintenance are charged to the statement of profit or loss in during the financial period in which they are incurred.

Depreciation on items of equipment is calculated using diminishing value method to allocate their cost to the residual values over their estimated useful lives, as follows:

ASSET TYPE	RATE
Office equipment	33.3%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Equipment is reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are included in profit or loss.

3.5 Trade and other receivables

Trade receivables are amounts due from customers for services performed in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for impairment.

Impairment provisions for trade receivables are recognised based on the simplified approach within IFRS 9 using a provision matrix in the determination of the lifetime expected credit losses.

Other receivables are measured at initial recognition at fair value, and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in profit or loss when there is objective evidence that the asset is impaired. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired.

Prepayments and advances to staff for expenses are not considered as financial assets.

3.6 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less.

3.7 Dividends

Dividends on ordinary shares are charged to equity in the period in which they are declared. Proposed dividends are shown as a separate component of equity until declared.

3.8 Income tax

The tax expense for the period comprises current and deferred income tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other

a. Current income tax

The current income tax charge is calculated on the basis of the tax enacted or substantively enacted at the reporting date. The directors periodically evaluate positions taken in tax returns with

NOTES TO THE FINANCIAL STATEMENTS

respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

b. Deferred income tax

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

3.9 Employee benefits

a. Retirement benefits obligations

The Company operates a defined benefit scheme for unionized employees. The Company and all its unionized employees also contribute to the National Social Security Fund, which qualifies to be a defined contribution scheme.

A defined contribution plan is a pension plan under which the Company pays contributions to a publicly administered pension plan on mandatory basis. The Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. The contributions are recognized as employee benefit expense when they are due. A defined benefit plan is a retirement benefit plan that is not a defined contribution plan.

b. Short-term employee benefits

The cost of short-term employee benefits, (those payable within 12 months after the service is rendered, such as paid vacation leave and sick leave, bonuses, and non-monetary benefits such as medical care), are recognised in the period in which the service is rendered and are not discounted.

The expected cost of compensated absences is recognised as an expense as the employees render services that increase their entitlement or, in the case of non-accumulating absences, when the absence occurs.

3.10 Share capital

Ordinary shares are recognised at par value and classified as 'share capital' in equity. Any amounts received from the issue of shares in excess of par value is classified as 'share premium' in equity. Dividends are recognised as a liability in the year in which they are declared.

3.11 Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

3.12 Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Restructuring provisions comprise lease termination penalties and employee termination payments. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

3.13 Financial instruments

All financial instruments are initially recognized at fair value, plus, in the case of financial assets and liabilities not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue. Financial instruments are recognized when the Company becomes a party to the contractual arrangements. All regular way transactions are accounted for on trade date. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the market place. In the current year, the Company has adopted IFRS 9 and all financial assets and liabilities were classified at amortized cost; and financial liabilities at amortized cost.

Classification and measurement under IFRS 9

Trade and other receivables and bank balances are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

Financial asset or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issued. A trade receivable without a significant financing component is initially measured at the transaction price.

On initial recognition, a financial asset is classified as measured at: amortized cost; FVOCI debt investment; FVOCI or FVTPL. The classification depends on the business model applied and the cash flow characteristics of an asset.

Business model: The business model reflects how the Company manages the assets to generate cash flows. That is, whether the Company's objective is solely to collect the contractual cash flows from the assets or is to collect both the contractual cash flows and cash flows arising from the sale of assets, if neither of these is applicable, then the financial assets are classified as part of 'other' business model and measured at FVPL. Factors considered by the Company in determining the business model for assets include past experience on how the cash flows of these assets were collected, how the performance of the assets is evaluated and reported to key management personnel, the risks that affect the performance of the business model (and the financial assets within) and in particular, the way that those risks are managed; and how assets managers are compensated.

Cash flow characteristic of the asset : Where the business model is to hold assets to collect contractual cash flows or to collect contractual cash flow and sell, the Company assesses whether the financial instruments' cash flows represent solely payments of principal and interest (the SPPI test). In making this assessment. The Company considers whether the contractual cash flows are consistent with a basic lending arrangement i.e., interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement i.e., interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where

the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement the related financial asset is classified and measured at FVPL.

Impairment of financial assets

The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The Company has therefore concluded that the expected loss rates for rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

Impairment of non-financial assets

Intangible assets that have an indefinite useful life or intangible assets not ready to use are not subject to amortization and are tested annually for impairment. Assets that are subject to amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). Prior impairments of nonfinancial assets (other than goodwill) are reviewed for possible reversal at each reporting date.

3.14 Financial risk Management

The Company's activities expose it to a variety of financial risks, including liquidity risk, credit risk and the effects of changes in foreign currency exchange rates. The Company has no exposure to interest rate and price risks as it holds no financial instruments that are interest-bearing or price sensitive. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on its financial performance.

A description of the significant risk factors is given below together with the risk management policies applicable.

a) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The potential concentration of credit risk consists principally of bank balances, amounts due from related parties and accounts receivable.

The amounts presented in the statement of financial position are net of allowances for doubtful receivables estimated by the company's management based on prior experience and forward-looking information. The carrying amount of financial assets represents the maximum credit exposure.

The amount that best represents the Company's maximum exposure to credit risk at 31 March 2026 was:

	Full Performing 2026	2025
	TZS	TZS
Trade receivables	**2,612,464,568**	2,422,852,235
Cash and cash equivalents	**536,652,588**	372,756,822
Total current assets	**3,149,117,156**	2,795,609,057

b) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. Liquidity risk arises because of the possibility that the entity could be required to pay its liabilities earlier than expected.

Ultimate responsibility for liquidity risk management rests with the senior management leadership team, which has established an appropriate liquidity risk management framework for the management of the company's short and medium-term funding and liquidity management requirements. The company manages liquidity risk by continuously monitoring the forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities and getting financial support from related parties for the liquidity gaps.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay.

	0 to 1 month	**1 to 12 months**	**12 to More**	**Total and Other**
	TZS	**TZS**	**TZS**	**TZS**
Financial Liabilities				
Accounts payable	57,789,663	-	401,486,635	459,276,298
Total Financial Liabilities	**57,789,663**	**-**	**401,486,635**	**459,276,298**

b) Market risk

ii) Interest rate risk

The Company is not exposed to interest rate risk because it does not have floating interest borrowing.

(ii) Foreign exchange risk

Foreign exchange risk arises on financial instrument that are denominated in a currency other than Tanzania Shillings (TZS). The Company's costs and expenses are principally incurred in Tanzanian Shillings (TZS) and USD, The Company did not enter into formal hedging transactions in respect of these transactions.

3.15 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns to shareholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the number of dividends paid to shareholders or issue new shares.

The Company is fully financed by equity as a result it does not monitor capital on the basis of the gearing ratio.

4. OTHER INCOME

	2026	2025
	TZS	TZS
Income tax refund prior period	**-**	3,881,572
Realised exchange gain	**95,185,307**	120,722,237
Unrealised exchange gain	**38,701,238**	82,009,439
Other income	**816**	-
	133,887,361	206,613,248

NOTES TO THE FINANCIAL STATEMENTS

5. STAFF COST

	2026	2025
	TZS	TZS
Salaries and Wages	**2,645,811,419**	2,421,662,402
National Social Security Fund	**264,581,142**	242,166,241
Skills and Development Levy	**100,584,291**	84,758,184
Workers' compensation	**13,229,060**	16,347,562
Severance pays – Provision	**23,047,018**	44,505,648
Employment Taxes	**19,230,202**	51,187,002
Work permit	**134,278,324**	142,975,735
NHIF Charges	**7,486,521**	-
	3,208,247,977	3,003,602,774

6. OTHER OPERATING EXPENSES

	2026	2025
	TZS	TZS
Audit Fee	**22,645,000**	20,804,543
Bank Charges	**5,463,441**	3,054,563
Business & Project Related Expenses	**116,290,253**	132,088,998
Expected Credit Loss (ECL) Provision	**-**	168,044,327
Interest and Penalty	**11,291,866**	-
Local Manpower Services	**721,308,559**	648,142,433
Professional Fee	**85,027,150**	82,810,092
Realised exchange loss on working capital items	**33,715,982**	37,022,592
Rent	**199,059,746**	242,088,874
Short & Excess	**(5)**	12
Statutory & Regulatory Expenses	**60,555,844**	48,909,765
Travel, Transport & Vehicle Expenses	**157,408,560**	225,400,829
Unrealised exchange loss on working capital items	**354,494**	19,262,224
Utilities & Administration Expenses	**36,948,071**	8,633,987
Grand Total	**1,450,068,961**	1,636,263,239

7. TAXATION

	2026	2025
	TZS	TZS
(a) Current tax expenses		
Current tax - current year	**566,385,690**	717,408,265
Current Tax-Prior Year	**61,003,964**	-
Deferred tax expense/ (charge) relating to the origination and reversal of temporary difference	**(39,934,097)**	(65,592,972)
	587,455,557	651,815,293

	2026	2025
	TZS	TZS
(b) Tax reconciliation		
	1,827,265,353	2,172,717,642
Theoretical tax charge i.e 30% of profit before tax	**548,179,605**	651,815,293
Explained by:		
Permanent disallowable expenses	**3,387,560**	-
Current tax - Prior year	**61,003,964**	-
Effect of deferred tax not recognized in prior year	**(25,115,572)**	-
	587,455,557	651,815,293
(c) Tax balance		
As at 1 April	**136,689,682**	46,436,727
Current tax	**627,389,654**	717,408,265
Tax payment	**(681,718,753)**	(655,550,996)
Payment for additional assessment	**-**	28,395,687
As of 31 March	**82,360,583**	136,689,682

8. DEFERRED TAX

	2026	2025
	TZS	TZS
Deferred Tax		
At the beginning of the year	149,742,160	84,149,188
Deferred tax expense/ (charge)	39,934,097	65,592,972
As at 31 March 2026	**189,676,257**	149,742,160

Deferred income tax assets and deferred income tax charge in profit or loss are attributable to the following items.

Temporary differences on PPE	646,215	381,553	264,662
Exchange gain	38,701,238	41,055,426	(2,354,188)
Provisions	(671,247,151)	(645,987,878)	(25,259,273)
Exchange loss	(354,494)	(19,262,224)	18,907,730
Other adjustments	-	124,672,587	(124,672,587)
Total temporary differences	**(632,254,192)**	**(499,140,536)**	**(133,113,656)**
Deferred tax (asset)/liability 30%	**(189,676,258)**	**(149,742,161)**	**(39,934,097)**

9. EQUIPMENT

	EFD machine	Printer	Total
	TZS	**TZS**	**TZS**
COST			
At 1st April 2025	1,235,000	-	1,235,000
Addition	2,127,966	2,900,000	5,027,966
At 31 March 2026	**3,362,966**	**2,900,000**	**6,262,966**
DEPRECIATION	-		-
At 1st April 2025	853,447	-	853,447
Charge during the year	374,121	199,458	573,579
At 31 March 2026	**1,227,568**	**199,458**	**1,427,026**
NET BOOK VALUE	-		-
At 31 March 2026	**2,135,398**	**2,700,542**	**4,835,940**

THERMAX INTERNATIONAL TANZANIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS

	EFD machine	Printer	Total
	TZS	TZS	TZS
COST	**-**		**-**
At 1st April 2024	1,235,000	-	1,235,000
At 31 March 2025	**1,235,000**	**-**	**1,235,000**
DEPRECIATION	-		-
At 1st April 2024	693,529	-	693,529
Charge during the year	159,918	-	159,918
At 31 March 2025	**853,447**	**-**	**853,447**
NET BOOK VALUE	-		-
At 31 March 2025	**381,553**	**-**	**381,553**

10. TRADE AND OTHER RECEIVABLES

	2026	2025
	TZS	TZS
Trade receivable	**2,612,464,568**	2,422,852,235
Work in progress	**494,248,022**	494,248,022
	(494,248,022)	(494,248,022)
	2,612,464,568	2,422,852,235
Prepayments	**123,825,869**	106,709,199
Value added tax	**84,104,924**	84,104,924
Other receivables	**420,000**	420,000
Provision Receivable	**-**	-
	2,820,815,361	**2,614,086,358**

11. CASH AND CASH EQUIVALENTS

	2026	2025
	TZS	TZS
Balance with banks	**535,157,078**	372,090,974
Petty cash	**1,495,510**	665,848
	536,652,588	372,756,822

12. SHARE CAPITAL

Authorized		
6,325,000 (2023: 6,325,000) authorized ordinary shares of TZS 100 each	**632,500,000**	632,500,000
Issued and fully paid:		
6,000,003 (2023: 6,000,003) ordinary shares issued and fully paid TZS 100 each	**600,000,300**	600,000,300

13. TRADE AND OTHER PAYABLES

	2026	2025
	TZS	TZS
Trade payables	**459,276,298**	489,437,179
Accrued expenses	**176,999,129**	205,272,111
Other payables	**159,853,857**	179,876,869
	796,129,284	874,586,159

14. RELATED PARTY TRANSACTION AND BALANCE

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions.

All transactions with related parties are made at an arm's length in the normal course of business and on normal commercial terms and conditions.

Ultimate holding company	Thermax Limited
Ultimate holding company	Thermax International Limited (Mauritius)
Fellow subsidiaries	Thermax Babcock and Wilcox Energy Solutions
	Thermax Instrumentation Limited

	2026	2025
	TZS	TZS
i) Payments made on behalf of the entity		
Thermax Limited	**-**	-
ii) Purchase of service		
Thermax Babcock and Wilcox Energy Solutions Ltd.	**-**	16,432,048
Thermax Limited	**35,919,308**	80,665,740
	35,919,308	97,097,788
iii) Amount due to related parties		391,465,535
Thermax Instrumentation Limited	**380,937,925**	
Thermax Babcock and Wilcox Energy Solutions Ltd	**20,548,710**	36,474,118
	401,486,635	427,939,653
iv) Dividend to paid to related Parties		
Thermax International Limited (Mauritius)	**692,010,107**	2,541,311,145
Sandeep Prabhakar Deshpande	**115**	-
Bhavesh Kumar Chheda	**-**	816
Kirtiraj Rajendra Jilkar	**346**	1271
	692,010,569	2,541,312,840

(vi) Compensation of key management personnel

Key management personnel are those persons having authority and responsibility for planning, directing, and controlling the activities of the entity, directly or indirectly, including all Directors.

The Company does not have the following schemes for its key personnel management.

- Post-employment benefits -NA-
- Other long-term benefits -NA-
- Termination benefits -NA-
- Share-based payment benefits Only Dividend to Directors

No remuneration of Directors and other key members of management during th year.

15. COMMITMENT AND CONTIGENT LIABILITIES

There were no contingent liabilities that occurred during the year or subsequent to the year-end, which required disclosure or adjustment to the financial statements.

16. EVENTS AFTER THE REPORTING PERIOD

At the date of signing the financial statements, the directors are not aware of any other matter or circumstance arising since the date of the end of the reporting period, not otherwise dealt in these financial statements, which significantly affected the financial position of the Company and results of its operations.

Thermax Engineering Construction FZE

Board of Directors
Pravin Karve
Sandeep Mandke
Rajesh Bukinkere

Registered and Corporate Office
Dangote Industries Free Zone Development Company
Lagos Free Zone
Lekki Coastal Road, Ibeju-Lekki
Lagos

Independent auditor
BDO Professional Services
ADOL House, 15 CIPM Avenue
Central Business District
Alausa
Ikeja
Lagos

Company Secretary
Eko Nominees Limited
5B Water Corporation Road
Victoria Island
Lagos

Bankers
Citi Bank Nigeria Limited
27 Kofo Abayomi Street
Victoria Island
Lagos

REPORT OF THE DIRECTORS

The Directors of Thermax Engineering Construction FZE ("the Enterprise'') submit their report on the affairs of the Enterprise together with the audited financial statements which have been prepared in line with the International Financial Reporting Standards (IFRS) and the report of the auditors for the year ended 31 March 2026.

INCORPORATION AND ADDRESS

Thermax Engineering Construction FZE was incorporated in Nigeria Export Processing Zone Authority (NEPZA) as an Enterprise in Lekki FZE in 2018. The Enterprise is domiciled in Nigeria and its registered office is:

Dangote Industries Free Zone Development Company, Lekki Free Zone, Lekki Coastal Road, Ibeju-Lekki, Lagos.

PRINCIPAL ACTIVITIES

Thermax Engineering Construction FZE was incorporated on 31 August 2018 to carry on the business of equipments installation, erection and commissioning, providing all technical and supervision services, deputing sub contractors and any other work in relation to and incidental to perform these activities.

OPERATING RESULTS AND DIVIDENDS

The Enterprise's results for the year ended 31 March 2026 are set out on page 3. The total comprehensive income for the year has been transferred to retained earnings. The summarised results are presented below:

	31 March 2026	31 March 2025
	N'000	N'000
Revenue	444,333	1,884,472
Loss before tax	(1,027,304)	(491,976)
Income tax expense	-	-
Loss for the year	(1,027,304)	(491,976)

The directors do not propose dividend payment in respect of the year ended 31 March 2026 (2025:Nil)

DIRECTORS

The directors who held office during the year and to the date of this report are given below:

Pravin Karve

Sandeep Mandke

Rajesh Bukinkere

DIRECTORS' SHAREHOLDING

None of the directors have any interest in the shares of the Enterprise as at 31 March 2026 (2025:Nil). According to the register of members as at 31 March 2026, the following is the shareholding structure of Thermax Engineering Construction FZE.

	Number of shares held			
	31 March 2026		31 March 2025	
	Shareholding (units)	Percentage %	Shareholding (units)	Percentage %
Thermax Engineering Construction Ltd	30,565,000	100	30,565,000	100
	30,565,000	**100**	**30,565,000**	**100**

DIRECTORS' INTEREST IN CONTRACTS

None of the Directors has notified the Enterprise of any disclosable interest in contracts with which the Enterprise is involved as at 31 March 2026. This is in accordance with the Nigeria Export Processing Zones Authority (NEPZA) Investment Procedures, Regulations and Operational Guidelines.

EVENTS AFTER THE REPORTING DATE

As stated in note 22, there were no material events after the reporting date, which could have had material effects on the state of affairs of the Enterprise as at 31 March 2026 and on the profit for the year ended on that date that have not been taken into account in these financial statements.

EMPLOYEE HEALTH, SAFETY AND WELFARE

(a) Health, safety and Welfare at work

The Enterprise places high premium on the health, safety and welfare of its employees in their place of work. In order to protect other persons against risks to health and safety hazards arising out of or in connection with the activities of employees at work, the Enterprise has adopted comprehensive safety policies and procedures and reviews safety facilities on a regular basis.

(b) Employee consultation and training

The Enterprise places considerable value on the involvement of its employees in its affairs and has continued its practice of keeping them informed on matters affecting them as employees and on various factors affecting the performance of the Enterprise. It also ensures that employees receive on-the-job training complemented when and where necessary with additional facilities from educational institutions or other training institutions.

(c) Employment of physically challenged persons

Applications for employment by physically challenged persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicants concerned. It is the policy of the Enterprise that the training, career development and promotion of physically challenged employees should, as far as possible, be identical with that of other employees. There are no physically challenged persons in its employment during the year (2025: Nil).

DONATIONS AND GIFTS

The Enterprise did not make any donations or gifts to any charitable organisations, political association or for any other purpose in the course of the year under review (2025:Nil).

AUDITORS

The auditors, BDO Professional Services have expressed their willingness to continue in office as the Company's auditors and will be re-appointed at the Annual General Meeting in accordance with Sections 401(20 of the Companies and Allied Matters Act,2020.

A resolution will be proposed to authorise the directors to fix their remuneration at the next Annual General Meeting.

By Order of the Board
Eko Nominees Limited
5B Water Corporation Road
Victoria Island
Lagos

Date: 4 May 2026

Thermax Engineering Construction FZE

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF THERMAX ENGINEERING CONSTRUCTION FZE

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Thermax Engineering Construction FZE which comprise, the statement of financial position as at 31 March 2026, the statement of profit or loss and other comprehensive income, statement of changes in equity, and statement of cash flows for the year then ended; and notes to the financial statements, including a summary of material accounting policies and other explanatory notes.

In our opinion the accompanying financial statements give a true and fair view of the financial position of the Enterprise as at 31 March 2026 and of its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards, issued by International Accounting Standards Board, the provisions of Part 2 Section 10 of Nigeria Export Processing Zones Authority (NEPZA) Investment Procedures, Regulations and Operational Guidelines for Free Trade Zones, issued in pursuant to section 10(4) of the Nigerian Export Processing Zones Act CAP N 107 LFN, 2004 and in compliance with the relevant provisions of the Financial Reporting Council of Nigeria (Amendment) Act, 2023.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements paragraph of our report. We are independent of the Enterprise in accordance with the International Ethics Standards Board for Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to our audit of the financial statements in Nigeria, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the International Ethics Standards Board Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The directors are responsible for the other information. The other information comprises Corporate information, Statement of corporate responsibilities and Report of the directors but does not include the financial statements and our report thereon. Our opinion on the financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If based on the work we have performed, we conclude that there is a material mistatement of this information, we are required to report this fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The Directors are responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board, and in compliance with the relevant provisions of the Financial Reporting Council of Nigeria (Amendment) Act, 2023 and part 2 section 10 of Nigeria Export Processing Zones Authority (NEPZA) Investment Procedures, Regulations and Operational Guidelines for Free Trade Zones and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the 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 directors either intend to liquidate the Enterprise or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a 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 International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with International Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

* Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

* Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Enterprise's internal control.

* Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

* Conclude on the appropriateness of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Enterprise'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 Enterprise 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 the directors regarding, among other matters, the planned scope and timing of the audit, and significant audit findings and any significant deficiencies in internal control that we identify during our audit.

Report on other legal and regulatory requirements

The Investment Procedures, Regulations and Operational Guidelines for Free Zones in Nigeria issued pursuant to Section 10(4) of the Nigerian Export Processing Zones Act require that in carrying out our audit we consider and report to you on the following matters. We confirm that:

i) the accounts have been properly prepared in accordance with these Regulations;

ii) the accounts give a true and fair view, in the case of the statement of financial position of the Enterprise, of the state of affairs of the Enterprise at the end of its financial year;

iii) the accounts give a true and fair view, in the case of the statement of profit or loss and other comprehensive income of the Enterprise for the year end.

BDO Professional Services - FRC/2024/COY/398515
Chartered Accountants
Henry B. Omodigbo -FRC/2013/PRO/ICAN/004/00000003977
Lagos, Nigeria
7 May 2026

STATEMENT OF CORPORATE RESPONSIBILITIES

Pursuant to the provisions of the Nigeria Export Processing Zones Authority (NEPZA) Investment Procedures, Regulations and Operational Guidelines, we confirm that we have reviewed the financial statements of the Enterprise for the year ended 31 March 2026.

We acknowledge our responsibility for establishing and maintaining internal controls within the Enterprise and have designed such internal controls to ensure that material information relating to the Enterprise is made known to us by other officers of the Enterprise, particularly during the period in which the financial statements were prepared.

We have evaluated the effectiveness of the Enterprise's internal controls within 90 days prior to the date of our financial statements, and certify that the Enterprise's internal controls are effective as of that date.

We also confirm that the Enterprise's Auditor have been informed about the following:

a) all significant deficiencies in the design or operation of internal controls which could adversely affect the Enterprise's ability to record, process, summarise and report financial data, and

b) whether or not, there is any fraud that involves management or other employees who have a significant role in the Enterprise's internal control;

During the year, there were no significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

We hereby certify that, based on our knowledge, the financial statements do not contain any untrue statement of material fact or material omission that may make the financial statements misleading and the financial statements fairly present in all material respects the financial condition and the results of operations of the Enterprise for the year ended 31 March 2026.

Rajesh Bukinkere
Director

Sandeep Mandke
Director

Thermax Engineering Construction FZE

Financial Statements for the year ended 31 March 2026

Statement of Profit and Loss and Other Comprehensive Income

	NOTES	31 March 2026		31 March 2025	
		N'000	Rs Lacs	N'000	Rs Lacs
Revenue	7	4,44,333	311.03	18,84,472	1,049.65
Cost of sales	8	(2,57,770)	(180.44)	-	-
Other income	9	187	0.13	84,362	46.99
Operating expenses	10	(3,20,047)	(224.03)	(5,17,817)	(288.42)
Expected credit loss allowance	10a	(8,94,007)	(625.80)	(19,42,993)	(1,082.25)
Profit for the year		**(10,27,304)**	**(719.11)**	**(4,91,975.73)**	**(274.03)**
Other comprehensive Income					
Item that may be reclassified subsequently to profit & Loss:					
Foreign Currency translation reserve	17	(2,34,697)	(164.29)	4,66,400	259.78
Total comprehensive Income		**(12,62,001)**	**(883.40)**	**(25,576)**	**(14.25)**
Earnings per share (Naira/ Rupees)	18	**(10,273)**	**(7.19)**	(256)	(0.14)

The notes on pages 7-20 and other national disclosures on pages 21 and 22 are an integral part of these financial statements.

Statement of Financial Position

	NOTES	31 March 2026		31 March 2025	
		N'000	Rs Lacs	N'000	Rs Lacs
ASSETS					
Current assets					
Trade and other receivables	12	24,36,369	1,705.46	35,80,884	1,994.55
Cash and cash equivalents	13	2,81,788	197.25	52,821	29.42
Total assets		**27,18,156**	**1,902.71**	**36,33,704**	**2,023.97**
LIABILITIES					
Current liabilities					
Trade and other payables	14	8,91,509	624.06	5,45,056	303.60
Total current liabilities		**8,91,509**	**624.06**	**5,45,056**	**303.60**
EQUITY					
Share capital	15	30,565	21.40	30,565	17.02
Retained earnings	16	33,536	23.48	10,60,840	5 90.89
Foreign currency translation reserves	17	17,62,547	1,233.78	19,97,244	11 12.46
Total equity		**18,26,648**	**1,278.65**	**30,88,649**	**17 20.38**
Total equity and liabilities		**27,18,157**	**1,902.71**	**36,33,705**	**20 23.97**

The financial statements and other national disclosures on pages 7 to 20 were approved and authorised for issue by the Board of Directors on 4 May 2026 and were signed on its behalf by:

Rajesh Bukinkere
Director

Sandeep Mandke
Director

The notes on pages 7-19 and other national disclosures on pages 20 and 21 are an integral part of these financial statements.

For the year ended 31 March 2026

Statement of Changes in Equity

	Share Capital		Retained earnings		Foreign currency translation reserve		Total Equity	
	N'000	Rs Lacs	N'000	Rs Lacs	N'000	Rs Lacs	N'000	Rs Lacs
Balance at 1 April 2024	30,565	17.02	15,52,816	864.92	15,30,844	852.68	31,14,225	1,734.62
Profit for the period	-	-	(4,91,976)	(274.03)	-	-	(4,91,976)	(274.03)
Other comprehensive income	-	-	-	-	4,66,400	259.78	4,66,400	259.78
Balance at 31 March 2025	**30,565**	**17.02**	**10,60,840**	**590.89**	**19,97,244**	**1,112.46**	**30,88,649**	**1,720.38**
Balance at 1 April 2025	30,565	17.02	10,60,840	590.89	19,97,244	1,112.46	30,88,649	1,720.38
Profit for the period	-	-	(10,27,304)	(719.11)	-	-	(10,27,304)	(719.11)
Other comprehensive income	-	-	-	-	(2,34,697)	(164.29)	(2,34,697)	(164.29)
Balance at 31 March 2026	**30,565**	**17.02**	**33,536**	**(128.22)**	**17,62,547**	**948.18**	**18,26,648**	**836.98**

The notes on pages 7-20 and other national disclosures on pages 21 and 22 are an integral part of these financial statements.

STATEMENT OF CASH FLOW

	Notes	31 March 2026		31 March 2025	
		NGN'000	Rs. Lacs	NGN'000	Rs. Lacs
Cash flows from operating activities					
(Loss)/profit before taxation		(10,27,304)	(719.11)	(4,91,976)	(274.03)
Adjustment for:					
Foreign currency translation reserves	17	(2,34,697)	(164.29)	4,66,400	259.78
		(12,62,000)	**(883.40)**	(25,576)	(14.25)
Changes in working capital:					
Increase in trade and other receivables	12	11,44,515	801.16	(3,65,077)	(203.35)
Increase in trade payables	14	3,46,453	242.52	1,69,458	94.39
Net cash outflow used in operating activities		**2,28,968**	**160.28**	(2,21,195)	(123.21)
Net increase in cash and cash equivalents		**2,28,967**	**160.28**	(2,21,195)	(123.21)
Cash and cash equivalents at the beginning of the year		52,821	36.97	2,74,016	152.63
Cash and cash equivalents at the end of the year	13	**2,81,788**	**197.25**	52,821	29.42

The notes on pages 7-20 and other national disclosures on pages 21 and 22 are an integral part of these financial statements.

Thermax Engineering Construction FZE

NOTES TO THE FINANCIAL STATEMENTS

1 General information

Thermax Engineering Construction FZE was incorporated in Nigeria Export Processing Zones Authority (NEPZA) as an Enterprise in Lekki FZE in 2018. The Enterprise is domiciled in Nigeria and its registered address is:

Dangote Industries Free Zone Development Company, Lekki Free Zone, Lekki Coastal Road, Ibeju-Lekki, Lagos.

1.1 Principal Activities

Thermax Engineering Construction FZE was incorporated on 31 August 2018 to carry on the business of equipment installation, erection and commissioning, providing all technical and supervision services, deputing sub contractors and any other work in relation to and incidental to perform these activities.

2 Basis of preparation

(a) Statement of compliance with International Financial Reporting Standards

The financial statements of Thermax Engineering Construction FZE have been prepared in accordance with International Financial Reporting Standards (IFRS) and interpretations issued by the IFRS Interpretations Committee (IRFS IC) applicable to Enterprise reporting under IFRS. The financial statements comply with IFRS as issued by the International Accounting Standards Board (IASB), the Nigeria Export Processing Zones Authority (NEPZA) Investment Procedures, Regulations and Operational Guidelines for Free Trade Zones and the requirements of the Financial Reporting Council of Nigeria (Amendment) Act, 2023.

These financial statements were authorised for issue by the Board of Directors on 4 May 2026.

(b) Basis of measurement

The financial statements comprise the statement of profit or loss and other comprehensive income, the statement of financial position, the statement of changes in equity, the statement of cash flows and notes to the financial statements.

The financial statements have been prepared in accordance with the going concern principle under the historical cost except for financial assets which are measured at fair value.

(c) Functional and presentation currency

The Enterprise's functional currency is the US Dollar while its presentation currency is the Nigerian Naira. The financial statements are presented in Nigerian Naira and have been rounded up to the nearest thousand except where otherwise stated.

(d) Use of estimates and judgement

The preparation of the financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Enterprise's accounting policies. Changes in assumptions may have a significant impact on the financial statements in the period the assupmtions changed. Management believes that the underlying assumptions are appropriate and that the Enterprise's financial statements therefore present the financial position and results fairly. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

3 Changes in accounting policies

a) New standards, interpretations and amendments adopted from 1 January 2025

The following amendments are effective for the period beginning 1 January 2025:

- **Lack of exchangeability (Amendment to IAS 21 The Effects of Changes in Foreign Exchange Rates)**

On 15 August 2023, the IASB issued amendments to IAS 21 titled Lack of Exchangeability. These amendments introduce guidance on assessing when a currency is exchangeable into another currency and when it is not. Where a currency is determined to be not exchangeable, an entity is required to estimate the spot exchange rate for use in applying IAS 21.

This amendment did not have an impact on the Company's financial statements

b) New standards, interpretations and amendments not yet effective

There are a number of standards, amendments to standards, and interpretations which have been issued by the IASB that are effective in future accounting periods that the Company has decided not to adopt early.

The following amendments are effective for the annual reporting period beginning 1 January 2026:

- **Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosures)**

Clarification that financial liabilities are derecognised on the settlement date, with an accounting policy choice (subject to specific conditions) to derecognise liabilities settled via electronic payment systems before the settlement date.

Additional guidance on assessing contractual cash flows for financial assets with environmental, social and governance (ESG) or similar features.

Clarifications on non-recourse features and the characteristics of contractually linked instruments.

New disclosure requirements for financial instruments with contingent features and enhanced disclosures for equity instruments measured at fair value through other comprehensive income (OCI).

The amendments are effective for annual periods beginning on or after 1 January 2026, with early application permitted for the classification of financial assets and related disclosures. The Company does not expect these amendments to have a material impact on its financial statements.

- **Contracts Referencing Nature-dependent Electricity – Amendments to IFRS 9 and IFRS 7** Issued in December 2024, these amendments apply to contracts referencing nature-dependent electricity and:

Clarify the application of the 'own-use' requirements.

Modify designation requirements for hedged items in cash flow hedging relationships.

Introduce new disclosure requirements to explain the impact of these contracts on financial performance and cash flows.

The amendments are effective for annual periods beginning on or after 1 January 2026 (early application permitted). Own-use amendments apply retrospectively; hedge accounting amendments apply prospectively to new hedging relationships. IFRS 7 disclosures must be implemented with IFRS 9 amendments.

The Company does not expect these amendments to have a material effect on its financial statements.

- **Annual Improvements to IFRS Accounting Standards – Volume 11 Issued in July 2024, these nine narrow-scope amendments provide clarifications and corrections to improve consistency in:**

IFRS 1 First-time Adoption of IFRS

NOTES TO THE FINANCIAL STATEMENTS

IFRS 7 Financial Instruments: Disclosures (including implementation guidance)

IFRS 9 Financial Instruments

IFRS 10 Consolidated Financial Statements

IAS 7 Statement of Cash Flows

The amendments are effective for annual periods beginning on or after 1 January 2026 (early application permitted).

The Company does not expect these amendments to have a material effect on its financial statements.

The following standards and amendments are effective for the annual reporting period beginning 1 January 2027:

- **IFRS 18 Presentation and Disclosure in Financial Statements**

IFRS 18 Presentation and Disclosure in Financial Statements, which was issued by the IASB in April 2024 supersedes IAS 1 and will result in major consequential amendments to IFRS Accounting Standards including IAS 8 Basis of Preparation of Financial Statements (renamed from Accounting Policies, Changes in Accounting Estimates and Errors). Even though IFRS 18 will not have any effect on the recognition and measurement of items in the financial statements, it is expected to have a significant effect on the presentation and disclosure of certain items. These changes include categorisation and sub-totals in the statement of profit or loss, aggregation/disaggregation and labelling of information, and disclosure of management-defined performance measures

These new requirements are expected to impact all reporting entities. IFRS 18 and all consequential amendments are effective for reporting periods beginning on or after 1 January 2027, with earlier application permitted. Retrospective application is required.

The Company is currently assessing the effect of these new accounting standards and amendments

- **IFRS 19 – Subsidiaries without Public Accountability: Disclosures**

IFRS 19 was issued in May 2024, IFRS 19 introduces a reduced-disclosure framework for subsidiaries that:

- Do not have public accountability; and

- Are included in consolidated financial statements of a parent applying full IFRS.

Under IFRS 19, eligible subsidiaries apply recognition, measurement, and presentation requirements of IFRS Standards but follow simplified disclosure requirements set out in IFRS 19. IFRS 19 will become effective for reporting periods beginning on or after 1 January 2027, with early application permitted.

The Company is assessing the potential adoption of IFRS 19 for qualifying subsidiaries. No decision has been finalized, and the impact on future financial statements is under review

- **Disclosures about Uncertainties in Financial Statements – Illustrative Examples**

On 28 November 2025, the IASB issued Disclosures about Uncertainties in the Financial Statements – Illustrative Examples, which provide guidance on how entities can apply IFRS Accounting Standards when reporting the effects of uncertainties in their financial statements. These examples accompany existing IFRS Accounting Standards and do not have an effective date. A near-final staff draft was published in July 2025. The amendments do not have effective date.

The Company considered these illustrative examples in preparing its financial statements and concluded that no additional disclosures or changes in presentation were necessary.

4 Critical accounting estimates and judgements

The Enterprise makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

i) Accounts receivable

The Enterprise regularly evaluates trade receivables to determine their fair value. They are initially recognised at fair value and subsequently measured at amortised cost using the effective interest rate method. The normal credit term is 70-90days upon delivery. The carrying amount is reduced by the amount of provision, which is recognised as part of operating expenses.

ii) Legal proceedings

The Enterprise reviews outstanding legal cases following developments in the legal proceedings at each reporting date, in order to assess the need for provisions and disclosures in its financial statements. Among the factors considered in making decisions on provisions are the nature of litigation, claim or assessment, the legal process and potential level of damages in the jurisdiction in which the litigation, claim or assessment has been brought, the progress of the case (including the progress after the date of the financial statements but before those financial statements are issued), the opinions or views of legal advisers, experience on similar cases and any decision of the Enterprise's management as to how it will respond to the litigation, claims or assessment.

5 Summary of significant accounting policies

The accounting policies set out below have been applied consistently to all years presented in these financial statements

a) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable for goods or services stated net of value added taxes (VAT). Sale of services are recognised in the period in which the costs incurred in providing the services are recognised.

A valid contract is recognised after:

- The contract is approved by the parties.
- Rights and obligations are recognised.
- Collectability is probable.
- The contract has commercial substance.
- The payment terms and consideration are identifiable.

The probability that a customer would make payment is acsertained based on the evaluation done on the customer as stated in the credit management policy at the inception of the contract. The Enterprise is the principal in all its revenue arrangements since it is the primary obligor in most of the revenue arrangements, and determines the pricing for the goods and services.

b) Other income

These comprise exchange gain on conversion of foreign currencies, profit on disposal of property, plant and equipment and any other income arising outside the Enterprise's principal activities.

c) Operating expenses

Operating expenses are recognised as they accrue during the course of the year. Analysis of expenses recognised in the statement of comprehensive income is presented in classification based on the function of the expenses as this provides information that is reliable and more relevant than their nature.

d) Employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave that are expected to be sttled 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 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.

e) Financial instruments

Financial instruments which are financial assets and liabilities are recognised when the Enterprise becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and Thermax Engineering Construction FZE has transferred substantially all risks and rewards of ownership. Financial liabilities are derecognized when the obligation specified in the contract is discharged, cancelled or expires.

Management determines the classification of its financial instruments at initial recognition.

i) Financial assets

The Enterprise does not have any financial assets accounted for on the basis of fair value through profit or loss or through other comprehensive income.

Amortised cost

The Enterprise's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the statement of financial position.

Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are initially recognised at fair value and subsequently measured at amortised cost using the effective interest rate method. The normal credit term is 7-90 days upon delivery. The Enterprise has applied the simplified approach for trade and other receivables upon the adoption of IFRS 9 and follows an Expected Credit Losses ('ECLs') approach for measuring the allowance of its trade receivables. The expected loss rate is assessed on the basis of historical credit losses of 36 months before 31 March 2026 and adjusted to reflect current and forward-looking information. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Enterprise expects to receive. The carrying amount of the receivable is reduced by the amount of the provision, which is recognised as part of operating expenses.

If a trade receivable ultimately becomes uncollectible, it is written off initially against any provision made in respect of that receivable with any excess recognised as part of operating expenses. Subsequent recoveries of amounts previously written off or provisions no longer required are credited against operating expenses. Loans are initially recognised at the fair value net of transaction costs incurred. After initial recognition, all interest-bearing loans are subsequently measured at amortised cost. Amortised cost is calculated using the effective interest rate method whereby any discount, premium or transaction costs associated with a loan are amortised to the income statement over the borrowing period.

Other receivables

These amounts generally arise from transactions outside the usual operating activities of the Enterprise. They are usually recognised at amortised cost.

Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include deposits with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

ii) Financial liabilities

The Enterprise classifies its financial liabilities as financial liabilities measured at amortised cost. The classification depends on the purpose for which the liabilities were incurred.

Financial liabilities are subsequently stated at amortised cost and any difference between net proceeds and the redemption value is recognised in the income statement using the effective interest method.

Trade Payables

These amounts represent liabilities for goods and services provided to the group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

Other financial liabilities

Other financial liabilities include due to related parties, trade payables and other short-term monetary liabilities, which are initially recognised at fair value and subsequently carried at amortised cost using the effective interest method. For the purposes of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

Offsetting financial assets and financial liabilities

The Enterprise offsets financial assets and financial liabilities to the net amount reported in the balance sheet when it currently has a legally enforceable right to offset the recognised amounts and it intends to settle on a net basis or to realise 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 Enterprise or the counterparty.

Impairment of financial assets

The Enterprise assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

f) Provisions

Provisions are recognised when the Enterprise has a present obligation (legal or constructive) as a result of a past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and a reliable estimate can be made of the amount of the obligation.

Where the Enterprise expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset only when such reimbursement is virtually certain. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

g) Share capital

Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's ordinary shares are classified as equity instruments. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital accounts.

h) Related party transactions

Related parties include the related companies, the directors and any employee who is able to exert significant influence on the operating policies of the company. Key management personnel are also considered related parties. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

The Enterprise considers two parties to be related if, directly or indirectly one party has the ability to control the other party or exercise significant influence over the other party in making financial or operating decisions. Where there are related party transactions with the Enterprise, the transactions are disclosed as to the type of relationship that exists with the company and the outstanding balances necessary to understand their effects on the financial position and the mode of settlement.

i) Retained earnings

This represents amount set aside out of profits of the Enterprise which shall at the discretion of the directors be applied to meeting contingencies, repairs or maintenance of any works connected with the business of the Enterprise, for equalising dividends, for special dividend or bonus, or such other purposes for which the profits of the Enterprise may lawfully be applied.

j) Dividends

Dividends on ordinary shares are recognised as a liability and deducted from equity when they are approved by the Enterprise's shareholders. Interim dividends are deducted from equity when they are declared and no longer at the discretion of the Enterprise. Dividends for the year that are approved after the statement of financial position date are disclosed as an event after the statement of financial position date.

k) Foreign currency translation

i) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Enterprise's functional currency is the US Dollar while its presentation currency is the Nigerian Naira. The financial statements are presented in Nigerian Naira and have been rounded up to the nearest thousand except where otherwise stated.

ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuations where items are re-measured. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions, and from translation of monetary assets and liabilities denominated in currencies other than the entity's functional currency at year end exchange rates, are recognized in the income statement.

The Enterprise presents its financial statements in the Nigerian Naira ("N") in compliance with the legal requirement for Nigerian companies to present their accounts in Nigerian Naira. The financial statements are translated to the presentation curency using the closing rate. Exchange differences arising out of this translation from the functional currency to presentation currency are classified as a cumulative translation adjustment and recorded against equity in the Company's statement of finacial position through statement of other comprehensive income.

In translating US Dollar balances to Naira, the following exchange rates were used :

2026 Year-end N1,386.72/US$1; average for the year N1,461.52/US$1
2025 Year-end N1,536.32/US$1 ; average for the year N1,487.93/US$1

2026 Year-end N1,536.32/US$1 ; average for the year N1,487.93/US$1

2025 Year-end N1,330.26/US$1 ; average for the year N856.03/US$1

iii) Comparatives

Except when a standard or an interpretation permits or requires otherwise, all amounts are reported or disclosed with comparative information.

6 Financial risk management

The Enterprise's activities expose it to financial risk- credit risk, liquidity risk and market risk. Risk management is carried out by management, management identifies and evaluates the financial risks in co-operation with the Enterprise's operating units and; provides written principles for overall risk management, as well as written policies covering specific areas. The Enterprise's overall risk management program seeks to minimize potential adverse effects on the Enterprise's financial performance.

6.1 Credit risk management

Credit risk is the risk that financial loss arises from the failure of a counterparty to meet its obligations under a contract. Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions.

The balances exposed to credit risk are disclosed below

	31 March 2026	31 March 2025
	N'000	N'000
Trade and other receivables (note 12)	2,436,369	3,580,884
Cash and cash equivalents (note 13)	281,788	52,821
Financial assets bearing credit risk	**2,718,157**	**3,633,705**

Below is the breakdown of trade and other receivables that are neither past due nor impaired and past due but not impaired

	March 31, 2026	March 31, 2025
	N'000	N'000
Neither past due nor impaired:		
Trade receivables	21,12,848	33,34,008
Due from related parties (note 20(a))	1,37,236	1,52,096
Other receivables	1,86,284	94,780
	24,36,368	**35,80,884**

Impairment of financial assets

The Enterprise's financial assets that are subject to IFRS 9's new expected credit loss model are as follows:

- Trade receivables
- Amount due from related parties and;
- Cash and cash equivalents

While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, there is no identified impairment loss.

Trade receivables

The Enterprise applies the simplified approach in measuring the expected credit loss (ECL) which calculates a lifetime expected loss allowance (ECL) for all trade receivables. Trade receivables represent the amount receivable from customers for the sale of goods in the ordinary course of business. The expected credit loss for trade receivables is determined using a provision matrix approach.

The expected loss rates are as follows:

	Current (not past due)	Less than 12 months past due	More than 12 months past due	Total
	N'000	N'000	N'000	N'000
31 March 2026				
Gross carrying amount	137,236	182,183	4,927,613	5,247,032
Default rate	0%	0.00%	60.82%	
Lifetime ECL	-	-	(2,996,947)	(2,996,947)
Net receivables	**137,236**	**182,183**	**1,930,666**	**2,250,085**

	Current (not past due)	Less than 12 months past due	More than 12 months past due	Total
	N'000	N'000	N'000	N'000
31 March 2025				
Gross carrying amount*	338,270	1,730,778	3,812,386	5,881,434
Default rate	0%	0%	62.83%	
Lifetime ECL	-	-	(2,395,330)	(2,395,330)
Net trade receivables	**338,270**	**1,730,778**	**1,417,056**	**3,486,104**

Trade receivables

	March 31, 2026	March 31, 2025
	N'000	N'000
Trade receivables		
Gross carrying amount as at 1 April	5,881,434	3,484,851
Opening balance exchange difference	(574,516)	539,811
Additions during the year	312,960	1,916,952
Receipts for the year	(372,846)	(60,180)
Gross carrying amount as at 31 March	**5,247,032**	**5,881,434**

Amounts due from related parties

Trade receivables represent fee income due from related parties for the provision of services in the ordinary course of business. Credit terms for related entities are determined on individual basis and the Enterprise does not require collateral in respect of intercompany receivables.

The Enterprise has applied a general approach in computing the Expected Credit Loss (ECL) for intercompany receivables. The Enterprise allocates each exposure to a credit risk grade based on data that is determined to be predictive of the risk of loss (including audited financial statements, cashtlow projections), applying experienced judgement and historical default rates. Lifetime probabilities of default are determined based on available data which reflects the loss rate of the related party.

	March 31, 2026	March 31, 2025
	N'000	N'000
Gross carrying amount as at 1 April	152,096	131,696
Opening balance exchange difference	(14,860)	20,400
Gross carrying amount as at 31 March	**137,236**	**152,096**

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to historical information about counterparty default rates and the credit policy of the Enterprise.

Cash and bank balance fall under neither past due nor impaired.

Fitch ratings of cash and bank balances are:

	March 31, 2026	March 31, 2025
	N'000	N'000
B+	**281,788**	**52,821**

'B' ratings indicate that material default risk is present, but a limited margin of safety remains. Financial commitments are currently being met; however, capacity for continued payment is vulnerable to deterioration in the business and economic environment.

The modifiers "+" or ''-'' may be appended to a rating to denote relative status within major rating categories. This is based on Fitch national long term rating.

6.2 Liquidity risk

6.2.1 Management of liquidity risk

Cash flow forecasting is performed by the finance department. The finance department monitors rolling forecasts of liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its borrowing facilities.

The Enterprise evaluates its ability to meet its obligations on an ongoing basis. Based on these evaluations, the Enterprise devises strategies to manage its liquidity risk.

Prudent liquidity risk management implies that sufficient cash is maintained and that sufficient funding is available through an adequate amount of committed credit facilities. The Enterprise has no limitation placed on its borrowing capability.

The table below analyses the Enterprise's financial liabilities into relevant maturity based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

At 31 March 2026

	Less than 3 months	Between 3 months and 1 year	Over 1 year	Total
	N'000	N'000	N'000	N'000
Trade payables		860,543	-	860,543
Accruals, provisions and other liabilities		30,966	-	30,966
	-	**891,509**	**-**	**891,509**

At 31 March 2025

	Less than 3 months	Between 3 months and 1 year	Over 1 year	Total
	N'000	N'000	N'000	N'000
Trade payables		521,667	-	521,667
Accruals, provisions and other liabilities		23,389	-	23,389
	-	**545,056**	**-**	**545,056**

6.3 Market risk

Market risk is the risk of change in the fair value of financial instruments due to changes in interest rates and foreign exchange rates.

6.3.1 Interest rate risk

Interest rate risk is the risk that the value of a financial instrument will be affected by changes in market interest rates. The Enterprise's exposure to interest rate risk relates primarily to long-term borrowing from banks. There are no borrowings as the end of the year (2025: Nil).

6.3.2 Foreign exchange risk

The Enterprise is exposed to foreign exchange risk arising from commercial transactions. There are no balances exposed to exchange risk at the end of the year (2025: Nil).

Sensitivity

The sensitivity analysis for currency rate risk shows how changes in the fair value or future cash flows of a financial instrument will fluctuate because of changes in market rates at the reporting date. There are foreign denominated balances that are exposed to fluctuations in foreign exchange rates.

The sensitivity of the Enterprise's earnings to fluctuations in exchange rate is reflected by varying the exchange rate as shown below:

	March 31, 2026	March 31, 2025
	N'000	N'000
Impact on account receivable balance		
Increase in US Dollars exchange rate against NGN +20%	1,049,406	1,176,287
Decrease in US Dollars exchange rate against NGN -20%	(1,049,406)	(1,176,287)

6.3.3 Price risk

Price risk is the risk that prices of internationaly traded commodities or equity prices will change. The Enterprise does not trade in quoted securities and commodities.

6.4 Capital risk management

The Enterprise's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders, and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Enterprise may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Enterprise monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'current and non-current borrowings' as shown in the balance sheet) less cash and cash equivalents. Total capital is calculated as 'equity' as shown in the statement of financial position plus net debt. However, the Enterprise does not currently have any borrowings.

Fair value hierarchy

IFRS 13 requires the Enterprise to classify the fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. A description of the fair value hierarchy is detailed below:

Level 1 Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).

Level 3 Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

All the Enterprise's financial assets and liabilities are measured at the amortised cost. The fair value are within level 2 of the fair value hierarchy.

Financial instruments by category

Financial assets and liabilities have been classified into categories that determine their basis of measurement and for items measured at fair value.

(i) Financial assets classified as loans and receivables

The carrying value of the Enterprise's financial assets as at 31 March 2026 is the same as its fair value.

(ii) Financial liabilities carried at amortised cost

The carrying value of the Enterprise's financial liabilities as at 31 March 2026 is the same as its fair value.

7 Revenue

Revenue comprises management, supervision and commissioning fee, etc, earned from contract services provided by the Enterprise to its customer.

	March 31, 2026	March 31, 2025
	N'000	N'000
Provision of services	444,333	1,884,472

8 Cost of sales

Thermax Engineering Construction FZE's cost of sales comprises erection expenses, material expenses, and other related costs that are directly incurred on sales and provision of services.

	March 31, 2026	March 31, 2025
	N'000	N'000
Erection expenses	257,770	-

9 Other income

	March 31, 2026	March 31, 2025
	N'000	N'000
Exchange gain	187	694
Interest income	-	45
Provision no longer required	-	83,623
	187	**84,362**

10 Operating expenses

	March 31, 2026	March 31, 2025
	N'000	N'000
**Audit fee	3,516	19,772
Contracted employee cost	61,869	142,354
Dearness allowance	70,889	126,295
Site expenses	41,314	69,970
Visa expenses	24,876	36,114
Vehicle repair and maintenance	34,124	28,399
Rent	16,401	21,488
Travel expenses	5,368	7,216
Professional fee	23,458	19,962
Tax fee	6,828	5,856
Operating licence fee	8,530	8,439
Bank charges	4,890	8,965
Safety	3,267	4,869
Communication expenses	4,519	7,519
Rates and taxes	1,081	4,049
Printing and stationeries	9,117	6,549
	320,047	**517,817**

**During the year 2026, the audit firm did not provide any services other than the audit of the financial statements.

10a Expected credit loss allowance

	March 31, 2026	March 31, 2025
	N'000	N'000
Trade receivables (Note 12a)	894,007	1,942,993

11 Income tax

In accordance with the provisions of Section 8 of Nigerian Exporting Processing Zones (NEPZ) Act, CAP 107, Laws of the Federation of Nigeria LFN 2004, the Enterprise is exempt from all forms of taxes, since it carries out its operations in the Free Trade Zone.

Thermax Engineering Construction FZE

12 Trade and other receivables

	March 31, 2026	March 31, 2025
	N'000	N'000
Trade receivables	5,109,796	5,729,338
Balance due from related parties (note 21(ii))	137,236	152,096
Total trade receivables	5,247,032	5,881,434
Expected credit loss (note 12a)	(2,996,947)	(2,395,330)
Net trade receivables	**2,250,085**	**3,486,104**
Other receivables (note 12b)	186,284	94,780
	2,436,369	**3,580,884**

12a Allowance for impairment of trade receivables

	March 31, 2026	March 31, 2025
	N'000	N'000
Balance at the beginning of the year	2,395,330	361,148
Provision for the year (Note 10(a))	894,007	1,942,993
Exchange difference	(292,389)	91,189
Balance at the end of the year	**2,996,947**	**2,395,330**

12b Other receivables

	March 31, 2026	March 31, 2025
	N'000	N'000
Contract in progress - domestic	170,911	75,969
Prepayments (note 12(c))	14,350	18,811
WHT liablities	1,023	-
	186,284	**94,780**

12c Prepayments

	March 31, 2026	March 31, 2025
	N'000	N'000
Prepaid rent	6,841	10,489
Prepaid operating licence fee	6,931	7,682
Prepaid expenses	578	640
	14,350	**18,811**

13 Cash and cash equivalents

	March 31, 2026	March 31, 2025
	N'000	N'000
Cash at bank	281,788	52,821

14 Trade and other payables

	March 31, 2026	March 31, 2025
	N'000	N'000
Trade payables	369,408	160,300
Payable to related companies (note 21(ii))	491,135	361,367
	860,543	521,667
Accruals, provisions and other liabilities (note 14(a))	30,966	23,389
	891,509	**545,056**

14a Accruals, provisions and other liabilities

	March 31, 2026	March 31, 2025
	N'000	N'000
Audit fee payable	5,075	2,778
Accounting service fee payable	25,891	20,438
WHT liablities	-	173
	30,966	**23,389**

15 Share capital

	March 31, 2026	March 31, 2025
	N'000	N'000
Authorised and Issued share capital		
100,000 ordinary shares of $1.00 each using N305.65 exchange rate	30,565	30,565

Details of the Enterprise's shares are as follows:

The Enterprise has only one class of ordinary shares classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

The Enterprise has 100,000 shares at $1 each which is N30,565,000 currently alloted to Thermax Engineering Construction Co. Ltd using the historical rate as at the transaction date. The shareholder has paid USD 1,000 with the unpaid balance of USD 99,000 translated at the closing rates and included in the amount receivable from related party. (See Note 21 (ii)(a))

16 Retained earnings

	March 31, 2026	March 31, 2025
	N'000	N'000
Balance at the beginning of the year	1,060,840	1,552,816
Loss for the year	(1,027,304)	(491,976)
Balance at the end of the year	**33,536**	**1,060,840**

17 Foreign currency translation reserves

This represents the exchange differences arising as a result of translation from functional currency which is US Dollar to presentation currency which is Nigerian Naira. Hence, the swing from March 2025 compared with the current year is attributed to exchange rate differences.

	March 31, 2026	March 31, 2025
	N'000	N'000
Balance at the beginning of the year	1,997,244	1,530,844
Arising during the year	(234,697)	466,400
Balance at the end of the year	**1,762,547**	**1,997,244**

	March 31, 2026	March 31, 2025
	N'000	N'000
Translation rate		
Historical rate	305.65	305.65
Average rate	1,461.52	1,487.93
Closing rate	1,386.72	1,536.32

18 Loss per share

Basic loss per ordinary share of N1.00 each is calculated on the Company's loss based on the number of shares in issue at the end of the year.

	March 31, 2026	March 31, 2025
	N'000	N'000
Loss for the year attributable to shareholders	(1,027,304)	(491,976)
Weighted average number of ordinary shares in issue ('000)	100	100
Basic loss per share of $1.00 each	**(10,273.04)**	**(4,919.76)**

19 Capital commitments

There were no commitments to capital expenditure at the statement of financial position date (2025: Nil).

20 Contingent liabilities

There were no contingent liabilities at the statement of financial position date (2025: Nil).

21 Related party transactions

The Enterprise enters into transactions with companies and entities that fall within the definition of a related party as contained in the International Accounting Standards (IAS 24), Related Party Disclosures. Related parties comprise companies under common ownership and/or common management and control and key management personnel.

The Enterprise is a wholly owned subsidiary of Thermax Engineering Construction Limited, India. There are other companies that are related to the Enterprise through common shareholdings or common directorships.

Thermax Limited is the Ultimate Holding company of the Enterprise

i) Related party relationships

Related party	Relationship	Details of transactions
Thermax Engineering Construction Ltd	Related party	Contracted manpower cost and contracted employee cost
Thermax Limited	Related party	Back charges of audit fees.

ii) The following balances resulted from transactions carried out with related parties during the year.

	March 31, 2026	March 31, 2025
	N'000	N'000
Due from related parties (See note 21(a))	137,236	152,096
Due to related parties (See note 21(b))	491,135	361,367

a) Due from related parties

	March 31, 2026	March 31, 2025
	N'000	N'000
Thermax Engineering Construction Ltd, India	137,236	152,096

Amounts due from Thermax Engineering Construction Ltd, India include unpaid alloted share capital at the year-end closing rates.

b) Due to related parties

	March 31, 2026	March 31, 2025
	N'000	N'000
Thermax Engineering Construction Ltd	491,135	361,367

iii) Key management compensation

Key management of the Enterprise includes the directors. The directors waived their right to receive compensation from the Enterprise during the year (2025: Nil).

21 Employee information

The Enterprise did not have any employees during the year (2025: Nil)

22 Events after the reporting date

There were no material events after the reporting date, which could have had material effects on the state of affairs of the Enterprise as at 31 March 2026 and on the profit for the year ended on that date that have not been taken into account in these financial statements.

Thermax Engineering Construction FZE

Statement of value added

Particulars	31 March 2026		31 March 2025	
	N'000	%	N'000	%
Revenue	444,333		1,884,472	
Other operating income	187		84,362	
	444,520		1,968,834	
Bought in material and services				
Imported	(955,652)		(917,429)	
Local	(750,869)		(1,076,982)	
Value absorbed	**(1,262,001)**	**(100)**	**(25,577)**	**(100)**
% of value added	(284%)		(1%)	
Retained in the business				
Loss for the year	(1,262,001)	(100)	(25,577)	(100)
Value absorbed	(1,262,001)	(100)	(25,577)	(100)

OTHER NATIONAL DISCLOSURE
FIVE YEAR FINANCIAL SUMMARY

	31 March 2026	31 March 2025	31 March 2024	31 March 2023	31 March 2022
	N'000	N'000	N'000	N'000	N'000
Statement of financial position					
Current assets	2,718,157	3,633,705	3,489,823	544,040	860,959
Current liabilities	(891,509)	(545,056)	(375,598)	(194,652)	(167,626)
Net assets	**1,826,648**	**3,088,649**	**3,114,225**	**349,388**	**693,333**
Capital employed					
Share capital	30,565	30,565	30,565	30,565	30,565
Retained earnings	33,536	1,060,840	1,552,816	318,823	662,768
Foreign currency translation reserves	1,762,547	1,997,244	1,530,844	-	-
Total equity	**1,826,648**	**3,088,649**	**3,114,225**	**349,388**	**693,333**

Statement of comprehensive income

	31 March 2026	31 March 2025	31 March 2024	31 March 2023	31 March 2022
	N'000	N'000	N'000	N'000	N'000
Revenue	444,333	1,884,472	1,956,076	443,289	628,503
(Loss)/profit for the year	(1,027,304)	(491,976)	1,368,564	25,795	208,664
Total comprehensive (loss)/income	**(1,262,001)**	**(25,576)**	**2,764,837**	**25,278**	**280,405**

THERMAX (THAILAND) LIMITED

Board of Directors
Sandeep Deshpande
Rabindranath Pillai
Dinesh Badgandi

Registered Office
43 Thai CC Tower, 24th Floor,
Room No.245, South Sathorn, Yannawa,
Sub-District,
Sathorn District, Bangkok.

Bankers
Citibank Thailand

Auditors
Morison CKS Company Limited (Head Office)
128/123 Phayathai Plaza Bldg, 11th floor, Unit 11
J, Phayathai Rd., Thangphayathai Ratchathewi,
Bangkok, 10400, Thailand.

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Thermax (Thailand) Limited

Opinion

I have audited the financial statements of Thermax (Thailand) Limited (the Company), which comprise the statement of financial position as at March 31, 2026, the statements of income, changes in shareholders' equity and cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies.

In my opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2026, and its financial performance and its cash flows for the year then ended in accordance with Thai Financial Reporting Standards for Non-Publicly Accountable Entities.

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Company in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Thai Financial Reporting Standards for Non-Publicly Accountable Entities, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Standards on Auditing, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my 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.

I communicate with management regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

NETILUCK DENSIRIMONGKOL
Certified Public Accountant
Registration No. 5192

MORISON CKS CO., LTD.
Bangkok
April 22, 2026

THERMAX (THAILAND) LIMITED

Statement of Financial Position as at March 31, 2026

Particulars	NOTE	2026		2025	
		Baht	Rs Lacs	Baht	Rs Lacs
CURRENT ASSETS					
Cash and cash equivalents	4	**130,131,191**	**3,780.74**	126,370,544	3,181.41
Trade and other receivables	5	**94,491,431**	**2,745.29**	23,076,773	580.96
Current unbilled completed work	6	**5,651,298**	**164.19**	-	-
Advance payments to subcontractors		**16,176,974**	**469.99**	-	-
Other current assets		**1,918,193**	**55.73**	24,488	0.62
TOTAL CURRENT ASSETS		**248,369,087**	**7,215.94**	149,471,805	3,762.99
NON-CURRENT ASSETS					
Equipment	7	**661,270**	**19.21**	506,797	12.76
Intangible assets	8	**433,731**	**12.60**	-	-
Refundable deposit		**1,453,689**	**42.23**	1,154,584	29.07
TOTAL NON-CURRENT ASSETS		**2,548,690**	**74.05**	1,661,381	41.83
TOTAL ASSETS		**250,917,777**	**7,289.99**	151,133,186	3,804.82
LIABILITIES AND SHAREHOLDERS' EQUITY					
Trade and other current payables	9	**43,094,494**	**1,252.04**	2,396,801	60.34
Current advanced payments from customers in excess of work completed	6	**44,384,048**	**1,289.50**	13,187,600	332.00
Other current payables		**3,736,973**	**108.57**	1,290,371	32.49
Income tax payable		**1,147,654**	**33.34**	715,091	18.00
TOTAL CURRENT LIABILITIES		**92,363,169**	**2,683.46**	17,589,863	442.83
NON-CURRENT LIABILITIES					
Employee benefit obligation	10	**2,789,665**	**81.05**	2,486,241	62.59
TOTAL NON-CURRENT LIABILITIES		**2,789,665**	**81.05**	2,486,241	62.59
TOTAL LIABILITIES		**95,152,834**	**2,764.50**	20,076,104	505.42
SHAREHOLDERS' EQUITY					
Share capital					
Authorized share capital					
Ordinary shares, 1,170,000 shares of par Baht 100 each		**117,000,000**	**3,399.24**	117,000,000	2,945.51
Issued and paid up share capital					
Ordinary shares, 1,170,000 shares of par Baht 100 each		**117,000,000**	**3,399.24**	117,000,000	2,945.51
Retained earning (Deficit)		**38,764,943**	**1,126.25**	14,057,082	353.89
TOTAL SHAREHOLDERS' EQUITY		**155,764,943**	**4,525.49**	131,057,082	3,299.40
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**250,917,777**	**7,289.99**	151,133,186	3,804.82

Exchange rate : as at 31 March 2026 is THB = Rs 2.91

Exchange rate : as at 31 March 2025 is THB = Rs 2.52

Statement of income
For the year ended March 31, 2026

Particulars	NOTE	2026		2025	
		Baht	Rs Lacs	Baht	Rs Lacs
REVENUE					
Sales	13	**8,152,987**	**236.87**	-	-
Service income	13	**328,170,308**	**9,534.43**	71,607,899	1,802.75
Other income		**1,170,735**	**34.01**	197,697	4.98
TOTAL REVENUE		**337,494,030**	**9,805.32**	71,805,596	1,807.72
EXPENSES					
Cost of sales		**4,825,325**	**140.19**	-	-
Cost of services		**270,951,587**	**7,872.04**	44,435,078	1,118.66
Selling expenses		**418,729**	**12.17**	-	-
Administrative expenses		**25,861,356**	**751.36**	19,576,009	492.83
Other Expenses		**4,457,933**	**129.52**	113,924	2.87
TOTAL EXPENSES		**306,514,930**	**8,905.27**	64,125,011	1,614.36
PROFIT BEFORE FINANCE COSTS AND INCOME TAX		**30,979,100**	**900.05**	7,680,585	193.36
Finance Cost		**-**	**-**	(1,420)	(0.04)
PROFIT/(LOSS) BEFORE INCOME TAX		**30,979,100**	**900.05**	7,679,165	193.32
Income tax expense		**(6,271,239)**	**(182.20)**	(1,713,375)	(43.13)
NET PROFIT/(LOSS) FOR THE YEAR		**24,707,861**	**717.85**	5,965,790	150.19

Statement of changes in shareholders' equity For the Year Ended March 31, 2026

Particulars	Notes	Issued and paid up share capital		Deficit		Total	
		Baht	Rs Lacs	Baht	Rs Lacs	Baht	Rs Lacs
Balance as at March 31, 2024		15,000,000	343.96	8,091,292	185.54	23,091,292	529.51
Issue of share capital - Ordinary shares	11	102,000,000	2,338.96	-	-	102,000,000	2,338.96
Net loss for the period		-	-	5,965,790	136.80	5,965,790	136.80
Balance as at March 31, 2025		117,000,000	2,945.51	14,057,082	353.89	131,057,082	3,299.40
Net profit for the year		**-**	**-**	**24,707,861**	**717.85**	**24,707,861**	**717.85**
Balance as at March 31, 2025		**117,000,000**	**3,399.24**	**38,764,943**	**1,126.25**	**155,764,943**	**4,525.49**

THERMAX (THAILAND) LIMITED

Statement of Statement of cash flows For the year ended March 31, 2026

	2026		2025	
	Baht	**Rs Lacs**	Baht	Rs Lacs
CASH FLOWS FROM OPERATING ACTIVITIES				
Net profit for the year	**24,707,861**	**717.85**	5,965,790	150.19
Items to reconcile net profit to cash received (paid)				
from operating activities:				
Depreciation	**197,614**	**5.74**	130,562	3.29
Interest income	**(1,170,735)**	**(34.01)**	(197,697)	-4.98
Finance costs	**-**	**-**	1,420	0.04
Unrealised gain on exchange rate	**(5,296,793)**	**(153.89)**	(675)	-0.02
Employee benefit expenses	**303,424**	**8.82**	863,295	21.73
Income tax	**6,271,239**	**182**	1,713,375	43.13
Cash inflows from operations before changes in				
operating assets and liabilities	**25,012,610**	**726.70**	8,476,070	213.39
Operating assets (increase) decrease				
Trade and other current receivables	**(71,442,108)**	**(2,075.63)**	(4,053,446)	-102.05
Current unbilled completed work	**(5,651,298)**	**(164.19)**	-	-
Advance payments to subcontractors	**(16,176,974)**	**(469.99)**	-	-
Other current assets	**(1,893,705)**	**(55.02)**	(15,846)	-0.40
Refundable deposits	**(299,105)**	**(8.69)**	(80,394)	-2.02
Operating liabilities increase (decrease)				
Trade and other current payables	**40,697,693**	**1,182.40**	1,206,386	30.37
Current advanced payments from customers in excess of work completed	**31,196,448**	**906.36**	12,780,000	321.74
Other current liabilities	**2,446,602**	**71.08**	202,658	5.10
Cash received (paid) from operating activities	**3,890,163**	**113.02**	18,515,428	466.13
Income tax paid during the year	**(5,838,676)**	**(169.63)**	(1,747,341)	-43.99
Net cash provided by (used in) operating activities	**(1,948,513)**	**(56.61)**	16,768,087	422.14
CASH FLOWS FROM INVESTING ACTIVITIES				
Cash paid for acquisitions of equipment	**(352,087)**	**(10.23)**	(228,343)	-5.75
Cash paid for acquisitions of intangible assets	**(433,731)**	**(12.60)**	-	-
Proceeds from issuance of share capital	**-**	**-**	102,000,000	2,567.88
Interest received	**1,198,185**	**34.81**	-	-
Net cash provided by (used in) investing activities	**412,367**	**11.98**	101,771,657	2,562.13
CASH FLOWS FROM FINANCING ACTIVITIES				
Interest paid	**-**	**-**	(1,420)	-0.04
Net cash provided by (used in) financing activities	**-**	**-**	(1,420)	-0.04
Effect of exchange rate changes on balances held in foreign currencies	**5,296,793**	**153.89**	1,277	0.03
Net increase (decrease) in cash and cash equivalents	**3,760,647**	**109.26**	118,539,601	2,984.27
Cash and cash equivalents - at beginning of year	**126,370,544**	**3,671.48**	7,830,943	197.15
Cash and cash equivalents - at end of year	**130,131,191**	**3,780.74**	126,370,544	3,181.41

Notes to financial statements - March 31, 2026

1. General information

Thermax (Thailand) Limited was incorporated as a limited company under Thai laws on March 9, 2020.

Its majority shareholder is Thermax Engineering Singapore Pte Ltd., a company incorporated in Singapore.

The Company operates its business in Thailand engaged in providing marketing and sale support services to affiliated and group companies, advisory services on business operations and engineering, technical services related to energy and environmental business, erection procurement and commissioning business, and the wholesale of domestically manufactured products.

The Company's registered address is at 43 Thai CC Tower, 24th Floor, Room No.245, South Sathorn, Yannawa

Sub-District, Sathorn District, Bangkok.

2. Basis of preparation

The financial statements have been prepared in accordance with Thai Financial Reporting Standard for Non-Publicly Accountable Entities (Revised 2022) as issued by the Federation of Accounting Professions and their presentation has been made in compliance with the stipulations announced by the Department of Business Development regarding "The Brief Particulars in the Financial Statements B.E. 2566" dated 27 October 2023, issued under the Accounting Act B.E. 2543.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

The preparation of financial statements in conformity with Thai Financial Reporting Standard for Non-Publicly Accountable Entities requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the related amounts of revenues and expenses during the reported period. Although these estimates are based on management's best knowledge of current events and actions, actual results may differ from those estimates.

The financial statements issued for Thai reporting purposes are prepared in the Thai language. This English translation of the financial statements has been prepared for the convenience of readers not conversant with the Thai language.

Comparative figures have been reclassified to conform with changes in presentation in the current year.

3. Significant accounting policies

3.1 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand, cash at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

3.2 Trade accounts receivable

Trade accounts receivable are carried at original invoice amount and subsequent measure at the remaining amount less allowance for doubtful accounts based on a review of all outstanding amounts at year end. The amount of the allowance is the difference between the carrying amount of the receivables and the amount expected to be collectible. Bad debts are written off during the year in which they are identified and recognised in the statements of income.

3.3 Equipment

Equipment are stated at historical cost less accumulated depreciation and losses on decline in value (if any).

Depreciation is calculated so as to write - off the cost of the assets on a straight-line basis over the expected useful lives of the assets concerned as follows:

Description	%
Furniture and fixtures	20
Office equipment	20

No depreciation provided on land and assets under construction and installation.

3.4 Intangible assets

Computer software

Proprietary software are capitalised on the basis of the costs incurred to acquire and bring to use the specificsoftware. These costs are amortised using the straight line method over their estimated useful lives, less losses on decline in value (if any).

3.5 Losses on decline in value

The carrying amounts of the Company's assets are reviewed at each reporting date to determine whether there is any indication of a permanent decline in value. If any such indication exists, the assets' recoverable amounts are estimated. A loss on decline in value is recognised in the statement of income.

3.6 Provisions

Provisions, are recognised when the Company has a present legal or constructive obligation as a result of past events, 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.

3.7 Employee benefits

Short-term employee benefits

Salaries, wages, bonuses, contributions to the social security fund and other benefits are recognised as expenses when incurred.

Defined benefit plans

The Company has obligations in respect of the severance payments they must make to employees upon retirement under labor law. The Company treats these severance payment obligations as a defined benefit plan.

Obligations for retired benefits and other long-term employee benefits are recognised using the best estimate method at the reporting date.

3.8 Operating Lease

Leases of assets under which a significant portion of the risks and rewards of ownership are effectively retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the statement of income on a straight-line basis over the lease term.

3.9 Foreign currencies

Transactions during the year denominated in foreign currencies are translated into Thai Baht at the exchange rates ruling when the transactions were entered into. Monetary assets and liabilities denominated in foreign currencies are translated into Thai Baht at the exchange rates ruling at the statements of financial position date. Exchange gains or losses are included in the statements of income.

3.10 Related parties transactions

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

3.11 Revenues and expenses recognition

Revenue from sale of goods is recognized in the statement of income when the significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognized if there is continuing management involvement with the goods or there are significant uncertainties regarding recovery of the consideration due, associated costs or the probable return of goods. Sales represent the invoiced value, excluding value added tax, of goods supplied after deducting goods returned and discounts.

Service income is recognised when services have been rendered taking into account the stage of completion based on the proportion of actual service costs incurred up to the present to the total anticipated service costs. Allowance for the total anticipated loss on projects will be made in the accounts as soon as the possibility of loss is ascertained.

The excess of service income recognised under percentage of completion basis over the amount billed to customers is presented in the statements of financial position as "Current unbilled completed work" while the excess of the amounts billed to customers over the value of service income under the percentage of completion basis is presented in the statements of financial position as "Current advanced payments from customers in excess of work completed"

Other income and expenses are recognised on the accrual basis.

3.11 Income tax

Income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

4. Cash and cash equivalents

	2026	2025
	Baht	Baht
Cash on hand	**1,549**	76,471
Bank deposits-saving accounts	**16,873,567**	2,050,201
Bank deposits-current accounts	**26,650,100**	24,327,319
Bank deposits-fixed deposits not over 3 months	**86,605,975**	99,916,553
Total	**130,131,191**	126,370,544

5. Trade & Other Current Receivables

	2026	2025
	Baht	Baht
Trade receivables		
Trade receivables-related parties	**21,469,975**	19,615,099
Trade receivables-other parties	**39,784,282**	305,303
Retention receivables	**29,860,528**	-
	91,114,785	19,920,402
Other receivables		
Prepaid expenses	**2,356,756**	2,683,775
Others	**1,019,890**	472,596
	3,376,646	3,156,371
Total	**94,491,431**	23,076,773

6. Current unbilled completed work /

Current advanced payments from customers in excess of work completed

	2026	2025
	Baht	Baht
Current unbilled completed work		
Project value as per contracts	**67,192,725**	-
Accumulated recognised service income	**54,176,623**	-
Less Accumulated progress billings	**(48,525,325)**	-
Current unbilled completed work	**5,651,298**	-
Current advanced payments from customers in excess of work completed		
Project value as per contracts	**253,559,000**	127,800,000
Accumulated progress billings	**227,188,106**	13,187,600
Less Accumulated recognised service income	**(182,804,058)**	-
Current advanced payments from customers in excess of work completed	**44,384,048**	13,187,600

7. Equipment

	Furniture and fixtures	Office equipment	Total
	Baht	Baht	Baht
COST			
As at April 1, 2025	113,352	729,698	843,050
Additions	-	352,087	352,087
As at March 31, 2026	113,352	1,081,785	1,195,137
ACCUMULATED DEPRECIATION			
As at April 1, 2025	68,960	267,293	336,253
Depreciation charge	22,656	174,958	197,614
As at March 31, 2026	**91,616**	**442,251**	**533,867**
NET BOOK VALUE			
As at April 1, 2025	44,392	462,405	506,797
As at March 31, 2026	21,736	639,534	661,270
Depreciation for the year ended March 31, 2025			130,562
Depreciation for the year ended March 31, 2026			197,614

8. Intangible assets

	Office equipment	Total
	Baht	Baht
COST		
As at April 1, 2025	-	-
Additions	433,731	433,731
As at March 31, 2026	**433,731**	**433,731**
ACCUMULATED AMORTIZATION		
As at April 1, 2025	-	-
Amortization charge	-	-
As at March 31, 2026	-	-
NET BOOK VALUE		
As at April 1, 2025	-	-
As at March 31, 2026	433,731	433,731

Notes to financial statements - March 31, 2026

9. Trade and other current payables

	2026	2025
	Baht	Baht
Trade payables		
Trade payables-other parties	**23,285,500**	-
Retention payables	**16,402,579**	-
	39,688,079	-
Other payables		
Accrued expenses	**1,248,147**	863,339
Value added tax payable	**681,493**	1,026,365
Withholding tax payable	**1,099,525**	472,597
Others	**377,250**	34,500
	3,406,415	2,396,801
Total	**43,094,494**	2,396,801

10. Provision for employee benefits

	2026	2025
	Baht	Baht
At beginning of the year	**2,486,241**	1,622,946
Provisions made	**303,424**	863,295
At end of the year	**2,789,665**	2,486,241

Provision for employee benefits recognised as expenses are calculated based on the last salary and length of employment in accordance with the conditions specified in the regulations of the Company and criteria for severance pay specified in the labour law, and taking into account the possibility that each employee will work with the Company until retirement.

11. Share Capital

At an Extraordinary General Meeting of Shareholders held on October 21, 2024, the shareholders approved an increase in share capital of the Company from Baht 15 million to Baht 115 million by the issuance of 1,000,000 ordinary shares of Baht 100 each to totaling 1,150,000 ordinary shares of Baht 100 each. The Company registered an increase in share capital with the Ministry of Commerce on November 19, 2024.

At an Extraordinary General Meeting of Shareholders held on January 23, 2025, the shareholders approved an increase in share capital of the Company from Baht 115 million to Baht 117 million by the issuance of 20,000 ordinary shares of Baht 100 each to totaling 1,170,000 ordinary shares of Baht 100 each. The Company registered an increase in share capital with the Ministry of Commerce on March 12, 2025.

12. Commitments and contingent liabilities

12.1 Operating lease commitments

The Company has entered into lease agreements in respect of the lease of office space, vehicles, and accommodation. Under the terms of the agreements, the Company is committed to pay monthly rental and service charges in accordance with the agreements.

The future aggregate minimum lease payments under operating leases are as follows:

	2026	2025
	Thousand Baht	Thousand Baht
Not later than 1 year	**486**	2,012
Later than 1 year but not later than 5 years	**-**	82
	486	2,094

12.2 Contractual commitments

As at March 31, 2026, the Company has outstanding contractual commitments with subcontractors in respect of various projects, amounting to approximately Baht 38.17 million.

12.3 Contingent liabilities

As at March 31, 2025, the Company had contingent liabilities in respect of an advance payment guarantee issued by a local commercial bank, totaling Baht 12.78 million. The guarantee was provided to secure the advance payment received from a customer for the performance of contractual obligations in the normal course of the Company's business. (2026 : Nil)

13. Promotional Privileges

The Company received promotional privileges from the Board of Investment under a promotion certificate No.63-0854-1-00-0-0 approved on December 11, 2019, the Company was granted certain promotional privileges for investment promotion on trade and investment support office (TISO). Under these privileges, the Company isrequired to comply with the terms and conditions as specified in the promotion certificate.

According to the announcement of the Board of Investment No. 14/1998 dated December 30, 1998 regarding reporting of revenue under the promotional privileges, the Company is required to report separately revenues from domestic and export between its promotional and non-promotional activities. Details are as follows:

	Promoted operations	Non-promoted operations	TOTAL
	Baht	Baht	Baht
SALES AND SERVICES INCOME			
Sales			
Domestic sales	2,592,440	-	2,592,440
Export sales	5,560,547	-	5,560,547
	8,152,987	**-**	**8,152,987**
Services income			
Domestic sales	328,170,308	-	328,170,308
	328,170,308	-	328,170,308
Total	**336,323,295**	**-**	**336,323,295**

For the year ended March 31, 2025

	Promoted operations	Non-promoted operations	TOTAL
	Baht	Baht	Baht
SERVICES INCOME			
Domestic services	71,607,899	-	71,607,899
TOTAL	**71,607,899**	**-**	**71,607,899**

13. Approval of financial statements

These financial statements were authorized for issuance by the Company' s director on April 22, 2026.

THERMAX CHEMICAL EUROPE A/S

Board of Directors
Dinesh Satyanarayanji Mandhana, chairman
Peter Overgaard
Swapnil Vitthal Dhumane

Registered Office
Industrivej Nord 13
7400 Herning

Auditors
PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Platanvej 4
7400 Herning

Statement by management on the annual report

The Board of Directors and Executive Board have today discussed and approved the annual report of Thermax Chemical Europe A/S for the financial year 6 December 2024 - 31 March 2026.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 March 2026 and of the results of the company's operations for the financial year 6 December 2024 - 31 March 2026.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Herning, 26 June 2026

Executive Board

Peter Overgaard
CEO

Allan Harritslev Nielsen
CFO

Board of Directors

Dinesh Satyanarayanji Mandhana
chairman

Peter Overgaard

Swapnil Vitthal Dhumane

Independent Auditor's Report

To the Shareholder of Thermax Chemical Europe A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 March 2026 and of the results of the Company's operations for the financial year 6 December 2024 - 31 March 2026 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Thermax Chemical Europe A/S for the financial year 6 December 2024 - 31 March 2026, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Management's responsibilities for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements 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 contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

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.

Herning, 26 June 2026

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Poul Spencer Poulsen
State-Authorised Public Accountant
mne23324

Hans Jørgen Andersen
State-Authorised Public
Accountant mne30211

Company information

Name:	Thermax Chemical Europe A/S
	Industrivej Nord 13
	7400 Herning
CVR no. :	45 32 66 40
Financial year :	6 December 2024 - 31 March 2026
Incorporated :	06 December 2024
Domicile:	Herning
Board of Directors :	Dinesh Satyanarayanji Mandhana, chairman
	Peter Overgaard
	Swapnil Vitthal Dhumane
Executive Board	Peter Overgaard, CEO
	Allan Harritslev Nielsen, CFO
Auditors	PricewaterhouseCoopers
	Statsautoriseret Revisionspartnerselskab
	Platanvej 4
	7400 Herning

Management review

Business review

Thermax Chemical Europe A/S, domiciled in the Municipality of Herning, is a wholly owned subsidiary of Thermax Denmark ApS.

The Group's ultimate parent company is RDA Holdings Private Limited, Pune, India, which holds its interest through the listed company Thermax Ltd., Pune, India.

Thermax Chemical Europe sells Ion Exchange Resins to the European market. The resins are produced by parent company in India.

Financial review

The company's income statement for the year ended 31 March 2026 shows a profit of TDKK 145, and the balance sheet at 31 March 2026 shows equity of TDKK 2,145.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

THERMAX CHEMICAL EUROPE A/S

Financial Statement for the period 6th December 2024 - 31st March 2026

BALANCE SHEET as at 31.03.2026

	Note No	31 Mar 2026	
		DKK'000	Rs. Lacs
ASSETS			
Plant and machinery	4	**33**	**4.84**
Other fixtures and fittings, tools and equipment	4	**3**	**0.44**
Tangible assets		**36**	**5.28**
Total non-current assets		**36**	**5.28**
Current assets			
Finished goods and goods for resale		**9,705**	**1,424.67**
Inventory		**9,705**	**1,424.67**
Trade receivables		**7,618**	**1,118.31**
Other receivables		**579**	**85.00**
Deferred Tax Assets		**4**	**0.59**
Prepayments		**28**	**4.11**
Receivables		**8,229**	**1,208.00**
Cash at bank and in hand		**772**	**113.33**
Total current assets		**18,706**	**2,746.00**
Total assets		**18,742**	**2,751.29**
EQUITY AND LIABILITIES			
Share capital		**500**	**73.40**
Retained earnings		**1,645**	**241.48**
Equity		**2,145**	**314.88**
Trade payables		**201**	**29.51**
Payables to group enterprises		**16,329**	**2,397.06**
Joint taxation contributions payable		**65**	**9.54**
Other payables		**2**	**0.29**
Total current liabilities		**16,597**	**2,436.41**
Total liabilities		**16,597**	**2,436.41**
Total Equity And liabilities		**18,742**	**2,751.29**
Staff	1		
Contingent liabilities	5		
Related parties and ownership structure	6		

Income statement 6 December 2024 - 31 March 2026

	Note No	2024-26	
		DKK'000	Rs. Lacs
Gross profit / loss		**6,617**	**971.36**
Distribution costs		**(5,209)**	**(764.67)**
Administrative expenses		**(1,022)**	**(150.03)**
Profit/loss before financial income and expenses		**386**	**56.66**
Financial income		**114**	**16.73**
Financial costs	2	**(294)**	**(43.16)**
Profit / (Loss) before tax		**206**	**30.24**
Tax on profit / (loss) for the year	3	**(61)**	**(8.95)**
Net profit/(loss) for the year		**145**	**21.29**
Retained earnings		145	21.29
		145	**21.29**

Statement of Changes in Equity

	Share capital		Retained Earnings		Total	
	DKK'000	Rs. Lacs	DKK'000	Rs. Lacs	DKK'000	Rs. Lacs
Equity at incorporation on 6 December 2024	500	73	1,500	220	2,000	294
Net profit/ (loss) for the year	-	-	145	21	145	21
Equity at 31 March 2026	**500**	**73**	**1,645**	**241**	**2,145**	**315**

Exchange rate : as at 31st Mar 26 is 1 DKK = Rs. 14.6798
Exchange rate : as at 31st Mar 25 is 1 DKK = Rs. 12.3925

NOTES TO THE FINANCIAL STATEMENTS

1. Staff

	2024/26 TDKK
Number of fulltime employees on average	**0**

The company has no employees as salaries are paid from other Group entities.

2. Financial Income

	2024/26 TDKK
Interest to group enterprises	154
Other financial costs	140
	294

3. Tax on profit/loss for the year

	2024/26 TDKK
Current tax for the year	65
Deferred tax for the year	-4
	61

4. Tangible assets

	Plant and machinery TDKK	Other fixtures and fittings, tools and equipment TDKK
Cost at 6 December 2024	**0**	**0**
Additions for the year	**40**	**32**
Cost at 31 March 2026	**40**	**32**
Impairment losses and depreciation at 6 December 2024	**0**	**0**
Depreciation for the year	**7**	**29**
Impairment losses and depreciation at 31 March 2026	**7**	**29**
Carrying amount at 31 March 2026	**33**	**3**

5. Contingent liabilities

Other contingent liabilities

The company is jointly taxed with the Danish parent company and Danish subsidiaries. The companies included in the joint taxation have joint and several unlimited liability for Danish corporation taxes and withholding taxes on dividends, interest and royalties.

6. Related parties and ownership structure

Consolidated financial statements

The Company is included in the Group Annual Report of the Parent Company: Thermax Denmark ApS, Denmark.

The group report of Thermax Denmark ApS, Denmark. can be obtained at the following address: www.cvr.dk

7. Accounting policies

The annual report of Thermax Chemical Europe A/S for the period 6/12 2024 - 31/3 2026 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to en-terprises of reporting class B, as well as provisions applying to reporting class C entities.

The annual report for the period 6/12 2024 -31/3 2026 is presented in TDKK

As the period 6/12 2024 - 31/3 2026 is the company's first reporting period, no comparatives have been presented.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue and production expenses.

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold

have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Production expenses

Production expenses comprise costs incurred to achieve revenue for the year. Cost comprises rawmaterials, consumables, direct labour costs and indirect production costs such as maintenance and depreciation, etc, as well as operation, administration and management of factories.

Production expenses also include amortisation of goodwill to the extent that goodwill relates to production activities.

Production expenses also comprise research and development costs that do not qualify for capitalisation and amortisation of capitalised development costs.

Distribution costs

Distribution expenses comprise costs in the form of salaries to sales and distribution staff, advertising and marketing expenses as well as operation of motor vehicles, depreciation, etc.

Administrative costs

Administrative expenses comprise expenses for Management, administrative staff, office expenses, depreciation, etc.

Financial income and expenses

Financial income and expenses comprise interest, financial expenses in respect of finance leases, realised and unrealised exchange adjustments, price adjustment of securities, amortisation of mortgage loans as well as extra payments and repayment under the on-account taxation scheme.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and deferred tax for the year. The tax attributable to the profit for year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

The Company is jointly taxed with its Danish group entities. The tax effect of the joint taxation with the subsidiaries is allocated to enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses).

Balance sheet

Tangible assets

Items of plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

	Useful life	Residual value
Plant and machinery	3 years	0 %
Other fixtures and fittings, tools and equipment	1 year	0 %

The useful life and residual value are re-assessed annually. A change is accounted for as an accounting estimate, and the impact on amortisation/depreciation is recognised going forward.

Gains and losses on the sale of items of property, plant and equipment are calculated as the difference between the selling price, less costs to sell, and the carrying amount at the time of sale.

Gains or losses on the sale of items of property, plant and equipment are recognised in the income statement under other operating income or other operating expenses, respectively.

Leases

Leases in terms of which the Company assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet at the lower of the fair value of the leased asset and the net present value of the lease payments computed by applying the interest rate implicit in the lease or an alternative borrowing rate as the discount rate. Assets acquired under finance leases are depreciated and written down for impairment under the same policy as determined for the other fixed assets of the Company.

The remaining lease obligation is capitalised and recognised in the balance sheet under debt, and the interest element on the lease payments is charged over the lease term to the income statement.

All other leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

The Company has chosen IAS 17 as interpretation for classification and recognition of leases.

Impairment of fixed assets

The carrying amount of items of property, plant and equipment is tested annually for impairment, other than what is reflected through normal amortisation and depreciation.

Inventories

Inventories are measured at the lower of cost based on weighted average prices and net realisable value.

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the inventories in the process of normal operations with deduction of selling expenses and costs of completion. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct labour and indirect production overheads.

Indirect production overheads include the indirect cost of material and labour as well as maintenance and depreciation of production machinery, buildings and equipment and expenses relating to plant administration and management. Borrowing costs are not recognised in the sales price.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

The Company has chosen IAS 39 as interpretation for impairment write-down of financial receivables.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Cash

Cash and cash equivalents comprise cash and deposits at banks.

Dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under “Equity”.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

Financial liabilities are recognised on the raising of the loan at the proceeds received net of transaction costs incurred. On subsequent recognition, the financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest method. Accordingly, the difference between the net proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency instruments are considered cash flow hedges, any unrealised value adjustments are taken directly to a fair value reserve under ‘Equity’.