Walker Chandiok & Co LLP

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Independent Auditor's Report

To the Members of Tenneco Automotive India Private Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of Tenneco Automotive India Private Limited ('the Company'), which comprise the Standalone Balance Sheet as at 31 March 2025, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flow and the Standalone Statement of Changes in Equity 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 Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing 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 ('ICAI') together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the rules 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.

Information other than the Standalone Financial Statements and Auditor's Report thereon

4. The Company's Board of Directors are 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.

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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 accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone 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 Ind AS specified under section 133 of the Act and other 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 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, the 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 the 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 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 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 standalone financial statements.

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

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

   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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;

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

- 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.

Report on Other Legal and Regulatory Requirements

11. Based on our audit, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the Company since the Company is not a public company as defined under section 2(71) of the Act. Accordingly, reporting under section 197(16) is not applicable.

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

13. Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;

    b) 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), 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. Further, the back-up of the books of accounts and other books and papers of the Company maintained in electronic mode has not been maintained on servers physically located in India, on a daily basis;

    c) The standalone financial statements dealt with by this report are in agreement with the books of account;

    d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;

    e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of section 164(2) of the Act;

    f) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 13(b) above on reporting under section 143(3)(b) of the Act and paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

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g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company as on 31 March 2025 and the operating effectiveness of such controls, refer to our separate report in Annexure B wherein we have expressed an unmodified opinion; and

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, as detailed in note 41 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2025;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2025;

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 31 March 2025;

iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 47(m) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the 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 ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 47(n) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the 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 performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The interim dividend declared and paid by the Company during the year ended 31 March 2025 and until the date of this audit report is in compliance with section 123 of the Act.

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vi. As stated in Note 48 to the financial statements and based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2024, has used an accounting software SAP ERP for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature was not enabled at database level for accounting software to log any direct data changes. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where such feature is enabled. Furthermore, the audit trail has been preserved by the Company as per the statutory requirements for record retention where audit trail is enabled.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Ankit Mehra
Partner
Membership No.: 507429
UDIN: 25507429BMIXGA4398

WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

Place: Gurugram
Date: 26 June 2025

Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Tenneco Automotive India Private Limited on the standalone financial statements for the year ended 31 March 2025.

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets.

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

(b) The Company has a regular programme of physical verification of its property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets under which the assets are physically verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain property, plant and equipment were verified during the year and no material discrepancies were noticed on such verification.

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

(d) The Company has adopted cost model for its Property, Plant and Equipment including right-of-use assets and intangible assets. Accordingly, reporting under clause 3(i)(d) of the Order is not applicable to the Company.

(e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for goods-in-transit and inventory lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate and where discrepancies of 10% or more in the aggregate for each class of inventory noticed on physical verification as compared to book records have been properly dealt with in the books of account. In respect of inventory lying with third parties, these have substantially been confirmed by the third parties and in respect of goods-in-transit, these have been confirmed from corresponding receipt and/or dispatch inventory records.

(b) As disclosed in Note 47(d) to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of Rs. 5 crores, by banks. Pursuant to the terms of the sanction letters, the Company is not required to file any quarterly return or statement with such banks or financial institutions.

(iii) The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans to companies, firms, limited liability partnerships during the year. Further, the Company has made investments in a company during the year, in respect of which:

(a) The Company has not provided any loans or provided any advances in the nature of loans, or guarantee, or security to any other entity during the year. Accordingly, reporting under clauses 3(iii)(a) of the Order is not applicable to the Company.

(b) The Company has not provided any guarantee or given any security or granted any loans or advances in the nature of loans during the year. However, the Company has made an investment in one entity amounting to Rs. 3.10 million (year-end balance Rs. 3.10 million) and in our opinion, and according to the information and explanations given to us, such investments made are, prima facie, not prejudicial to the interest of the Company.

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Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Tenneco Automotive India Private Limited on the standalone financial statements for the year ended 31 March 2025.

(c) The Company does not have any outstanding loans and advances in the nature of loans at the beginning of the current year nor has granted any loans or advances in the nature of loans during the year. Accordingly, reporting under clauses 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order is not applicable to the Company.

(iv) The Company has not entered into any transaction covered under sections 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.

(v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

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

(vii) (a) In our opinion and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, we report that there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

Name of the statute	Nature of dues	Gross Amount (₹ millions)	Amount paid under Protest (₹ millions)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	10.00	-	2003-2004	High Court of India
Income Tax Act, 1961	Income Tax	2.54	-	2004-2005	High Court of India
Income Tax Act, 1961	Income Tax	3.85	-	2004-2005	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	5.28	-	2005-2006	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	0.34	-	2006-2007	Income Tax Appellate Tribunal
Income Tax Act, 1961	Income Tax	7.80	-	2007-2008	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	149.07	-	2008-2009	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	10.91	-	2009-2010	Transfer Pricing Officer

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Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Tenneco Automotive India Private Limited on the standalone financial statements for the year ended 31 March 2025.

Name of the statute	Nature of dues	Gross Amount (₹ millions)	Amount paid under Protest (₹ millions)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	0.80	-	2009-2010	Deputy Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	40.51	-	2009-2010	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	13.37	-	2010-2011	Transfer Pricing Officer
Income Tax Act, 1961	Income Tax	47.69	-	2010-2011	Deputy Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	5.29	-	2011-2012	Transfer Pricing Officer
Income Tax Act, 1961	Income Tax	224.44	-	2017-2018	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	1.08	-	2020-21	Commissioner of Income Tax (Appeals)
Tamil Nadu General Sales Tax Act, 1959	Sales Tax	25.71	-	1990-1991, 1992-1993, 1993-1994, 1996-1997, and 1999-2000	Commercial Tax Officer, Hosur
Goods and Services Tax Act, 2017	Goods and Services Tax	1.84	-	2017-2018	Deputy Commissioner
Goods and Services Tax Act, 2017	Goods and Services Tax	6.14	-	2018-2019	Deputy Commissioner
Goods and Services Tax Act, 2017	Goods and Services Tax	6.65	0.32	2019-2020	Deputy Commissioner
Customs Act, 1962	Customs Duty	0.13	-	1987-1988	Assistant Commissioner of Central Excise, Hosur
Customs Act, 1962	Customs Duty	19.97	1.22	2008	Commissioner of Customs
Customs Act, 1962	Customs Duty	14.12	0.82	2007-2008	Commissioner of Customs
Customs Act, 1962	Customs Duty	13.87	-	2021-2022	Commissioner of Customs
Customs Act, 1962	Customs Duty	0.08	-	2024-2025	Commissioner of Customs

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Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Tenneco Automotive India Private Limited on the standalone financial statements for the year ended 31 March 2025.

(viii) According to the information and explanations given to us, we report that no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.

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

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

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

(c) According to the information and explanations given to us and as stated in note 50, the Company has received whistle blower complaints during the year, which have been considered by us while determining the nature, timing and extent of audit procedures.

(xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, 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, all transactions entered into by the Company, with the related parties are in compliance with section 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements etc., as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act. Further, according to the information and explanations given to us, the Company is not required to constitute an audit committee under section 177 of the Act.

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

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

(xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.

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Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Tenneco Automotive India Private Limited on the standalone financial statements for the year ended 31 March 2025.

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

(d) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.

(xvii) The Company has not incurred any cash losses in the current financial year as well as the immediately preceding financial year.

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

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

(xx) According to the information and explanations given to us, the Company does not have any unspent amounts towards Corporate Social Responsibility in respect of any ongoing or other than ongoing project as at the end of the financial year. 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 of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Ankit Mehra
Partner
Membership No.: 507429
UDIN: 25507429BMIXGA4398

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Place: Gurugram
Date: 26 June 2025

Annexure B to the Independent Auditor's Report of even date to the members of Tenneco Automotive India Private Limited on the standalone financial statements for the year ended 31 March 2025

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act').

1. In conjunction with our audit of the standalone financial statements of Tenneco Automotive India Private Limited ('the company') as at and for the year ended 31 March 2025, we have audited the internal financial controls with reference to standalone financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountant 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 the Company's 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.

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

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 Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements includes obtaining an understanding of such internal financial controls, 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 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 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 include 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.

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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 with reference to standalone financial statements and such controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Ankit Mehra
Partner
Membership No.: 507429
UDIN: 25507429BMIXGA4398

WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

Place: Gurugram
Date: 26 June 2025

Tenneco Automotive India Private Limited
Standalone Balance Sheet as on 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

Particulars	Notes	Amount as at 31 Mar 2025	Amount as at 31 March 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3	2,066.96	2,187.75
Capital work-in-progress	3	163.92	118.30
Right-of-use assets	3	176.48	177.59
Intangible assets	4	5.69	5.99
Financial assets			
(i) Investments	5	3.29	2,567.92
(ii) Loans	6	2.33	2.58
(iii) Other financial assets	7	8,339.63	23.39
Deferred tax assets (net)	8	84.83	41.15
Income tax assets (net)	9	116.76	172.87
Other non-current assets	10	47.71	57.06
Total non-current assets		**11,007.60**	**5,354.60**
Current assets			
Inventories	11	854.93	827.79
Financial assets			
(i) Trade receivables	12	3,192.82	2,058.03
(ii) Cash and cash equivalents	13(a)	627.05	956.50
(iii) Bank balances other than cash and cash equivalents	13(b)	0.50	0.50
(iv) Loans	6	3.69	9.29
(v) Other financial assets	7	0.13	5.14
Other current assets	14	61.22	105.06
Total current assets excluding assets classified as held for sale		**4,740.34**	**3,962.31**
Assets classified as held for sale	34	8.70	-
Total current assets		**4,749.04**	**3,962.31**
Total assets		**15,756.64**	**9,316.91**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	1.00	1.00
Other equity	16	10,222.90	4,524.15
Total equity		**10,223.90**	**4,525.15**
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities	17	14.28	25.52
Provisions	18	41.94	26.40
Other non-current liabilities	19	241.43	176.64
Total non-current liabilities		**297.65**	**228.56**
Current liabilities			
Financial liabilities			
(i) Lease liabilities	17	21.52	16.36
(ii) Vendor bill financing	20	503.44	481.32
(iii) Trade payables			
- total outstanding dues of micro enterprises and small enterprises	21	814.35	708.40
- total outstanding dues of creditors other than micro enterprises and small enterprises	21	2,396.49	2,603.07
(iv) Other financial liabilities	22	140.63	119.31
Other current liabilities	23	193.88	348.64
Provisions	18	263.69	254.50
Current tax liabilities (net)	24	892.39	31.60
Total current liabilities excluding liabilities relating to assets held for sale		**5,226.39**	**4,563.20**
Liabilities relating to assets classified as held for sale	34	8.70	-
Total current liabilities		**5,235.09**	**4,563.20**
Total liabilities		**5,532.74**	**4,791.76**
Total equity and liabilities		**15,756.64**	**9,316.91**

The above standalone balance sheet should be read in conjunction with the accompanying notes.
This is the standalone balance sheet referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration Number: 001076N/N500013

Ankit Mehra
Partner
Membership Number: 507429
Place: Gurugram
Date: 26 June 2025

WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

TENNECO AUTOMOTIVE INDIA PVT. LTD. *

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited

Subramaniam

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 26 June 2025

Priya Ninje

Priya Ninje
Company Secretary
Place: Pune
Date: 26 June 2025

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 26 June 2025

Tenneco Automotive India Private Limited
Standalone Statement of Profit and Loss for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2025	For the year ended 31 March 2024
Income			
Revenue from operations	25	20,781.61	18,645.05
Other income	26	342.37	543.74
Total income		**21,123.98**	**19,188.79**
Expenses			
Cost of materials consumed	27	14,356.62	12,724.14
Change in inventories of finished goods and work-in-progress	28	(20.37)	145.27
Employee benefits expense	29	1,344.86	1,268.11
Finance costs	30	49.77	40.19
Depreciation and amortisation expense	31	385.25	374.76
Other expenses	32	2,448.80	2,862.85
Total expenses		**18,564.93**	**17,415.32**
Profit before exceptional items and tax		**2,559.05**	**1,773.47**
Exceptional item	5	5,734.51	-
Profit before tax		**8,293.56**	**1,773.47**
Income tax expense			
- Current tax	33	1,441.50	333.07
- Tax pertaining to earlier years	33	6.94	4.40
- Deferred tax	33	(33.46)	5.45
Total tax expense		**1,414.98**	**342.92**
Profit for the year		**6,878.58**	**1,430.55**
Other comprehensive income for the year			
Items that will not be reclassified to profit or loss			
- Remeasurements of the post employment defined benefit obligations loss/(gain)		40.65	(9.36)
- Income tax effect		(10.23)	2.36
Total other comprehensive income for the year, net of tax		**(30.42)**	**7.00**
Total comprehensive income for the year		**6,848.16**	**1,437.55**
Earnings per equity share (of ₹ 10 each)			
Basic and diluted earnings per share (₹)	44	68,785.80	14,305.50

The above standalone statement of profit and loss should be read in conjunction with the accompanying notes.

This is the standalone statement of profit and loss referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration Number: 001076N/N500013

Ankit Mehra
Partner
Membership Number: 507429
Place: Gurugram
Date: 26 June 2025

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 26 June 2025

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 26 June 2025

Priya Nimje

Priya Nimje
Company Secretary
Place: Pune
Date: 26 June 2025

Tenneco Automotive India Private Limited
Standalone Statement of Cash Flows for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

Particulars		For the year ended 31 March 2025	For the year ended 31 March 2024
Cash flow from operating activities			
Profit before tax		8,293.56	1,773.47
Adjustments for:			
Depreciation and amortisation expense		385.25	374.76
Written-back/provision for doubtful advances to supplier		(5.41)	4.20
Provision for warranty expenses		60.51	13.84
Provision for expected credit loss		2.00	12.90
Interest income on fixed deposits with banks		(0.70)	(35.59)
Interest income from financial assets		(20.72)	(1.39)
Interest income from income tax asset		(3.51)	-
Liability no longer required written-back		(8.29)	-
Finance cost		49.77	40.19
Loss on disposal of property, plant and equipment		2.21	0.38
Unrealised foreign exchange loss		4.56	5.19
Dividend Income		(294.19)	(497.54)
Exceptional item (gain on sale of subsidiary)		(5,734.51)	-
Operating profit before working capital changes		**2,730.53**	**1,690.41**
Movements in working capital			
(Increase)/decrease in assets			
- trade receivables		(1,141.35)	(318.60)
- inventories		(27.14)	113.10
- other current and non-current financial assets		1.91	1.00
- current and non-current loans		6.94	(0.30)
- other current and non-current assets		33.69	(32.40)
Increase/(decrease) in liabilities			
- trade payables		(121.67)	543.50
- current and non-current provisions		(35.78)	(60.20)
- other current financial liabilities including vendor bill financing		27.13	(44.60)
- other current and non-current liabilities		(89.97)	145.40
Cash generated from operations post working capital changes		**1,384.32**	**2,037.31**
Income taxes paid (net)		(546.23)	(397.90)
Net cash inflow from operating activities (A)		**838.09**	**1,639.41**
Cash flows from investing activities:			
Purchase of property, plant and equipment (including capital work-in progress)		(290.46)	(345.20)
Proceeds from sale of property, plant and equipment		1.49	0.85
Dividend received from subsidiary company		294.19	497.50
Purchase of investment		(3.10)	-
Movement in other bank balances (net)		-	5.30
Interest received		4.21	35.60
Net cash inflow from investing activities (B)		**6.33**	**194.05**
Cash flows from financing activities:			
Repayment of short term borrowings		-	(8.60)
Repayment of lease liabilities		(24.46)	(20.00)
Dividend paid		(1,149.41)	(2,653.06)
Net cash outflow from financing activities (C)		**(1,173.87)**	**(2,681.66)**
Net decrease in cash and cash equivalents (A)+(B)+(C)		**(329.45)**	**(848.20)**
Cash and cash equivalents at the beginning of the financial year		956.50	1,804.70
Cash and cash equivalents at end of the year		**627.05**	**956.50**
Reconciliation of cash and cash equivalents as per the statement of cash flows:			
Cash and cash equivalents as per above comprise of the following:			
Cash and cash equivalents	13	627.05	956.50
Balances per statement of cash flows		**627.05**	**956.50**

The above standalone statement of cash flows should be read in conjunction with the accompanying notes.
This is the standalone statement of cash flows referred to in our report of even date.
The Standalone statement of cash flows have been prepared under the indirect method as set out in Ind AS 7, 'Statement of Cash Flows'.
Refer note 13(c) for movement of liabilities arising from financing activities.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration Number: 001076N/N500013

Ankit Mehra
Partner
Membership Number: 507429
Place: Gurugram
Date: 26 June 2025

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited

C.Subramaniam

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 26 June 2025

Priya Nimje

Priya Nimje
Company Secretary
Place: Pune
Date: 26 June 2025

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 26 June 2025

WALKER CHANDIOK & CO LLP CHARTERED ACCOUNTANTS

TENNECO AUTOMOTIVE INDIA PVT. LTD.

Tenneco Automotive India Private Limited
Standalone Statement of Changes in Equity for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

A. Equity share capital*

Particulars	Balance as at 01 April 2023	Change in equity share capital during the year	Balance as at 31 March 2024	Change in equity share capital during the year	Balance as at 31 March 2025
Equity share capital	1.00	-	1.00	-	1.00

* Face value of equity shares as at 31 March 2025 of ₹10 each (31 March 2024: ₹10 each)

B. Other equity**

Particulars	Capital reserve	Capital redemption reserve	Securities premium	Retained earnings	Total
Balance as at 1 April 2023	**3.84**	**0.65**	**6.02**	**5,729.29**	**5,739.80**
Profit for the year	-	-	-	1,430.55	1,430.55
Other comprehensive income	-	-	-	7.00	7.00
Total comprehensive income for the year	**3.84**	**0.65**	**6.02**	**7,166.84**	**7,177.35**
Dividend paid during the year	-	-	-	(2,653.20)	(2,653.20)
Balance as at 31 March 2024	**3.84**	**0.65**	**6.02**	**4,513.64**	**4,524.15**
Profit for the year	-	-	-	6,878.58	6,878.58
Other comprehensive income	-	-	-	(30.42)	(30.42)
Total comprehensive income for the year	**3.84**	**0.65**	**6.02**	**11,361.80**	11,372.31
Dividend paid during the year	-	-	-	(1,149.41)	(1,149.41)
Balance as at 31 March 2025	**3.84**	**0.65**	**6.02**	**10,212.39**	**10,222.90**

**Refer note 16 for nature and purpose of other equity

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

This is the standalone statement of changes in equity referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration Number: 001076N/N500013

Ankit Mehra
Partner
Membership Number: 507429
Place: Gurugram
Date: 26 June 2025

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 26 June 2025

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 26 June 2025

Priya Nimje
Company Secretary
Place: Pune
Date: 26 June 2025

1 Corporate Information

Tenneco Automotive India Private Limited ('the Company') was incorporated as a Private Limited Company on 12 January 1998 under the Companies Act, 1956. The Company was formed by Tenneco LLC., USA (formerly, Tenneco Inc., USA) (the current intermediate holding company) to manufacture, distribute and/ or otherwise deal in automobile parts and components and other related activities including establishment of a compeehensive research and development centre. Pursuant to a Scheme of amalgamation as per the order of Honourable Madras High Court dated 9 July 2010, Tenneco RC India Private Limited (TRCIPL), Tenneco Exhaust India Private Limited (TEIPL), Tenneco India Engineering and Shared Services Private Limited (TIESS) and Renowned Auto Products Mfrs Private Limited (RAPS) were amalgamated with the Company effective from April 1, 2008. The Company is engaged in the manufacture of shock absorbers and struts. The Company's registered office is located at 122, Sipcot Industrial Complex, Hosur, Tamil Nadu, India, 635126

During the year, the Company entered share swap agreement vide dated 25 March 2025, amongst the erstwhile holding company, Tenneco Mauritius Holdings Limited, Tenneco Mauritius Limited and Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited) ("Clean Air"), pursuant to which 92,804 equity shares of the Company having a face value of INR 10 (Indian Rupees Ten) each are to be transferred by Tenneco Mauritius Holdings Limited to Clean Air, and remaining 7,196 (Seven Thousand One Hundred and Ninety Six) equity shares of the Company having a face value of INR 10 (Indian Rupees Ten) each are to be transferred by Tenneco Mauritius Limited to Clean Air.As a result of these transfers, Clean Air becomes the immediate Holding Company of the Company.

2 Summary of material accounting policy information

2.1 Basis of Preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time. Presentation requirements of Division II of Schedule III to the Companies Act, 2013, "as amended", as applicable to the Standalone Financial Statements have been followed.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

• Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments),
• Defined benefit plans – plan assets measured at fair value

2.2 Material accounting policies

a) Current versus non-current classification

Based on the time involved 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 for determining current and non-current classification of assets and liabilities in the balance sheet.

b) Property, plant and equipment

Recognition and initial measurement

Property, plant and equipment are stated at their cost of acquisition. The cost comprises the purchase price, borrowing cost (if capitalisation criteria are met) and any attributable costs of bringing the asset to its working condition for its intended use. Any trade discount and rebates are deducted in arriving at the purchase price. 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 attributable to such subsequent cost associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit or loss as incurred. In case an item of property, plant and equipment is acquired on deferred payment basis, interest expenses included in deferred payment is recognised as interest expense and not included in cost of asset.

Subsequent measurement (depreciation and useful lives)

Depreciation on property, plant and equipment is provided on the straight-line method prescribed under Schedule II of the Act, computed on the basis of useful lives prescribed under Schedule II of the Act or technical evaluation of the property, plant and equipment by the management and/or technical expert which are mentioned below:

Category	Management estimated Useful Life (in years)	Useful Life as per schedule II (in years)
Buildings (on leasehold land)		
Factory buildings	30	30
Other than factory buildings*	10	30
Fences, wells, tube wells*	3	5
Temporary structures and walls*	3-5	3
Plant and machinery:		
Plant and Machinery other than continuous process plant	15	15
Continuous process plant*	25	25
Others	1-10	15
Computers*	3-5	3-6
Office equipments*	5-10	5
Furniture and fixtures	10	10
Vehicles	8	8

*The useful lives have been determined based on technical evaluation done by the management's expert which differ from those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets.

The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

Where, during any financial year, any addition has been made to any asset, or where any asset has been sold, discarded, demolished or destroyed, or significant components replaced; depreciation on such assets is calculated on a pro rata basis as individual assets with specific useful life from the month of such addition or, as the case may be, up to the month on which such asset has been sold, discarded, demolished or destroyed or replaced.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is de-recognised 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 when the asset is derecognised.

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WALKER CHANDIOK & CO LLP CHARTERED ACCOUNTANTS

TENNECO AUTOMOTIVE INDIA PVT. LTD.

c) Intangible assets

Recognition and initial measurement

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, if any.

Subsequent measurement (amortisation)

All intangible assets are accounted for using the cost model whereby capitalised costs are amortised on a straight-line basis over their estimated useful lives. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Residual values and useful lives are reviewed at each reporting date. The cost of capitalised software is amortised over a period in the range of 3-6 years from the date of its acquisition.

The amortisation period and the amortisation method for intangible assets 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.

De-recognition

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 or loss when the asset is derecognised.

d) Impairment of non-financial assets

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level.

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists then the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. Impairment losses previously recognised are accordingly reversed in the statement of profit and loss.

To determine value-in-use, management estimates expected future cash flows from each cash-generating unit and determines a suitable discount rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of future re-organisations and asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect current market assessment of the time value of money and asset-specific risk factors.

e) Inventories

Inventories are stated at lower of cost or net realisable value. The cost in respect of the various items of inventory is computed as under:

Raw materials, stores and spares and packing material	Lower of cost and net realisable value. Cost represents purchase price and other direct costs and is determined on a moving weighted average cost basis. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Goods in transit are valued at cost.
Work-in-progress/Finished Goods	Lower of cost and net realisable value. Cost for this purpose includes material, labour and appropriate allocation of overheads. Cost is determined on a weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses. Provision for obsolescence and slow-moving inventory is made based on management's best estimates of net realisable value of such inventories.

The amount of any write-down of inventories to net realisable value and all losses of inventories is recognized as an expense in the period the writedown or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognized as a reduction in the amount of inventories recognized as an expense in the period in which the reversal occurs.

f) Foreign currency translation

Functional and presentation currency

The financial statements are presented in Indian Rupees (INR or ₹) and are rounded to two decimal places of lacs, which is also the Company's functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at its 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 as at reporting date are recognised in 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.

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 recognised in other comprehensive income ('OCI') or profit or loss are also recognised in OCI or statement of profit and loss, respectively).

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WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

TENNECO AUTOMOTIVE INDIA PVT. LTD.

g) Right-of-use assets and lease liabilities

As a lessee

The Company as a lessee

The Company's leased asset classes primarily consist of leases for land and 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: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

Recognition and initial measurement of right-of-use assets

At the date of commencement of the lease, the Company recognises 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 options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised.

Subsequent measurement of right-of-use asset

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

Lease liabilities

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

h) Fair Value of financial instrument

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.

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 results 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 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 reassessing 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 or each case.

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.

i) Revenue recognition

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. A performance obligation is a promise in a contract to transfer a distinct good (or a bundle of goods) to the customer and is the unit of account in Ind AS 115. A contract's transaction price is allocated to each distinct performance obligation and recognised as revenue, as or when, the performance obligation is satisfied. The Company recognises revenue when it transfers control of a product to a customer. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payments and excludes tax and duties collected on behalf of the government. The Company recognises revenue from the following major sources:

Revenue from sale of products

Revenue from sale of products (including scrap sales) is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. It is measured at fair value consideration received or receivable, net of returns and allowances, trade discounts and volume rebates. The Company recognises revenue when it transfers control over a product to a customer i.e. when goods are delivered at the delivery point, as per terms of the agreement, which could be either customer premises or carrier premises who will deliver goods to the customer. When payments received from customers exceed revenue recognised to date on a particular contract, any excess (a contract liability) is reported in the Balance Sheet under other current liabilities.

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Satisfaction of performance obligations

The Company's revenue is derived from the single performance obligation to transfer primarily products under arrangements in which the transfer of control of the products and the fulfilment of the Company's performance obligation occur at the same time. Revenue from the sale of goods is recognised when the Company has transferred control of the goods to the buyer and the buyer obtains the benefits from the goods, the potential cash flows and the amount of revenue (the transaction price) can be measured reliably, and it is probable that the Company will collect the consideration to which it is entitled to in exchange for the goods.

Whether the customer has obtained control over the asset depends on when the goods are made available to the carrier or the buyer takes possession of the goods, depending on the delivery terms. For the Company, generally the criteria to recognise revenue has been met when its products are delivered to its customers or to a carrier who will transport the goods to its customers, this is the point in time when the Company has completed its performance obligations. Revenue is measured at the transaction price of the consideration received or receivable, the amount the Company expects to be entitled to.

Payment terms

The sale of goods is typically made under credit payment terms differing from customer to customer and ranges between 30-120 days.

Variable considerations associated with such sales

Periodically, the Company launches various volume or other rebate programs where once a certain volume or other conditions are met, it gives the customer as volume discount some portion of the amounts previously billed or paid. For such arrangements, the Company only recognises revenue for the amounts it ultimately expects to realise from the customer. The Company estimates the variable consideration for these programs using the most likely amount method or the expected value method, whichever approach best predicts the amount of the consideration based on the terms of the contract and available information and updates its estimates each reporting period.

Revenue from services

Revenue from sale of services is recognised upon rendering the services based on agreements/ arrangements with the concerned parties. For fixed price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided overtime since the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

Revenue from development of customer paid tools:

The Company incurs pre-production tooling costs related to the products developed for its customers under supply arrangements. Tooling income (net) represents amounts recovered from customers, which are in excess of development costs incurred by the Company to manufacture such tools, except to the extent when such costs incurred are not reasonably ascertainable. The Company recognizes such tooling income (net)/ tooling cost (net) when the control of the goods have passed on to the customer. When it is probable that total development costs will exceed the tooling revenue, the expected loss is recognized as an expense in the Statement of Profit and Loss in the period in which such probability occurs.

The revenue for development of tools is to be recognised over time because the Company's performance does not create asset with an alternative use to the Company since the tools are customised for each customer and the Company has a legally enforceable right to payment of fair value for performance completed to date. Tooling income (net) is deferred and recognised over the useful life of the developed tool, which is used for production as required by the customers. The useful life, generally ranging from 2 to 5 years, is evaluated by management and/or technical experts. Accordingly, the deferred portion of such income is recognised as deferred income in the standalone financial statements.

Export Benefits/Incentives:

Income from export incentives is recognised as and when the right to receive such an income is established and no uncertainty exists on its ultimate collection.

j) Income recognition

Interest:

Interest income on financial assets at amortised cost and financial assets at fair value through other comprehensive income (FVOCI) is calculated using the effective interest method is recognised in the statement of profit and loss as part of other income Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit impaired. For credit impaired financial assets the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

Dividends:

Dividends are received from financial assets at fair value through profit or loss and at FVOCI. Dividends are recognised as other income in profit or loss when the right to receive payment is established. This applies even if they are paid out of pre-acquisition profits, unless the dividend clearly represents a recovery of part of the cost of the investment.

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k) 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

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially 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. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (j) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement of financial assets and financial liabilities is described below:

Classification and subsequent measurement

For the purpose of subsequent measurement, financial assets are classified into the following categories upon initial recognition:

i. **Financial assets at amortised cost** - a financial instrument is measured at amortised cost if both the following conditions are met:

• The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

• 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 method. Effective interest rate (EIR) is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial assets. The future cash flows include all other transaction costs paid or received, premiums or discounts if any, etc.

ii. **Investments in equity instruments of subsidiaries** - Investments in equity instruments of subsidiaries are accounted for at cost in accordance with Ind AS 27 Separate Financial Statements. On disposal of these investments, the difference between net disposal proceeds and the carrying amount are recognised in the statement of profit and loss.

iii. **Financial assets at fair value**

Investments in equity instruments other than above - All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are generally classified as at fair value through profit and loss (FVTPL). For all other equity instruments, the Company decides to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit and loss (FVTPL). 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 as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the other comprehensive income (OCI). There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Dividends on such investments are recognised in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in profit or loss.

Derivative assets - All derivative assets are measured at fair value through profit and loss (FVTPL).

De-recognition of financial assets

A financial asset is primarily de-recognised 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.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

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Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

After initial recognition, the financial liabilities, other than derivative liabilities, are subsequently measured at amortised cost using the effective interest method (EIR).

Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The effect of EIR amortisation is included as finance costs in the statement of profit and loss.

All derivative liabilities are measured at fair value through profit and loss (FVTPL).

De-recognition of financial liabilities

A financial liability is de-recognised 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 de-recognition 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 or 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.

l) Impairment of financial assets

All financial assets except for those at FVTPL are subject to review for impairment at each reporting date to identify whether there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets.

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets carried at amortised cost.

ECL is the weighted average of difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Company is required to consider –

• All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
• Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivables

i. **For debtors that are not past due** – The Company applies approach required by Ind AS 109 'Financial Instruments', which requires lifetime expected credit losses to be recognised upon initial recognition of receivables. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. Lifetime expected credit losses are assessed and accounted based on company's historical counter party default rates and forecast of macro-economic factors, by dividing receivables that are not considered to be individually significant by reference to the business segment of the counter party and other shared credit risk characteristics to evaluate the expected credit loss. The expected credit loss estimate is then based on recent historical counter party default rates. The Company defines default as an event when the financial asset is past due for more than 120 days. This definition is based on management's expectation of the time period beyond which if a receivable is outstanding, it is objective evidence of impairment.

ii. For debtors considered past due – any enhancement in the accrual done for expected credit loss on individually significant receivables is made to recognise any additional expected credit loss on amount recoverable. The Company writes off trade receivables when there is objective evidence that such amounts would not be recovered. Financial assets that are written-off are still subject to enforcement activity by the Company.

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to twelve month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

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m) Post- employment and other employee benefit

Defined contribution plans

A defined contribution plan is a plan under which the Company pays fixed contributions into an independent fund administered by the government, for example, contribution towards Employees' Provident Fund Scheme, Employees' State Insurance Scheme and National Pension Scheme. The Company has no legal or constructive obligations to pay further contributions after its payment of the fixed contribution, which are recognised as an expense in the year that related employee services are received.

Defined benefit plans

The Gratuity and Provident Fund (Funded) are defined benefit plans. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method with actuarial valuations being carried out at each balance sheet date, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation. Gratuity fund is administered through Life Insurance Corporation of India.

Remeasurements, comprising of actuarial gains and losses, 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 other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Other employee benefits

Long-term employee benefits: Compensated absences

Liability in respect of compensated absences becoming due or expected to be availed within one year from the balance sheet date is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees. Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated based on an actuarial valuation performed by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the year in which such gains or losses are determined.

Other short-term benefits

Expense in respect of other short-term benefits is recognized on the basis of amount paid or payable for the period during which services are rendered by the employees.

Restricted Stock Units (RSU's)

The fair value of RSUs is recognised as an employee benefit expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the RSUs vested.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the Company revises its estimates of the number of RSUs that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

n) Provisions, contingent liabilities and contingent assets

Provisions are recognized only when there is a present obligation, as a result of past events and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When provisions are discounted, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed.

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o) Earnings per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of 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 are adjusted for the effects of all dilutive potential equity shares.

Potential ordinary shares shall be treated as dilutive when, and only when, their conversion to ordinary shares would decrease earnings per share or increase loss per share from continuing operations.

p) Taxes

Current income-tax

Current income-tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income-tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in 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 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 and any unused tax credits and 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 utilized. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. The carrying amount of deferred tax assets are reviewed at each balance sheet date and derecognized to the extent it is no longer probable that sufficient future taxable profits will be available against which such deferred tax assets can be realized.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in 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.

q) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

Identification of segments:

In accordance with Ind AS 108 – Operating Segment, the operating segments used to present segment information are identified based on information reviewed by the Company's management to allocate resources to the segments and assess their performance. An operating segment is a component of the Company that engages in business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Company's other components. Results of the operating segments are reviewed regularly by the management team which has been identified as the chief operating decision maker (CODM), to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

r) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, demand deposits with banks/corporations and short-term highly liquid investments (original maturity less than 3 months) that are readily convertible into known amount of cash and are subject to an insignificant risk of change in value.

s) Exceptional items

On certain occasions, the size, type, or incidence of an item of income or expense, pertaining to the ordinary activities of the Company is such that its disclosure improves the understanding of the performance of the Company. Such income or expense is classified as an exceptional item and accordingly, disclosed in the notes to the standalone financial statements.

t) Non-current asset held for sale and discontinued operations

The Company classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale 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. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal group), excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale/ distribution should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale and the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Property, plant and equipment and intangible are not depreciated, or amortised assets once classified as held for sale. Assets and liabilities classified as held for sale are presented separately from other items in the Standalone Balance Sheet. Discontinued 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 Standalone Profit and Loss.

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2.3 Significant management judgement in applying accounting policies and estimation uncertainty

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 related disclosures.
The actual results are likely to differ from the judgments, estimates and assumptions made by management, and will seldom equal the estimated results.
Information about significant judgments, estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses are discussed below:

Significant management judgements
Recognition of deferred tax assets - The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

Evaluation of indicators for impairment of assets - The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

Classification of leases - The Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

Impairment of financial assets - At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding financial assets.

Contingent Liabilities - The Company is the subject of certain legal proceedings which are pending in various jurisdictions. Due to the uncertainty inherent in such matters, it is difficult to predict the final outcome of such matters. The cases and claims against the Company often raise difficult and complex factual and legal issues, which are subject to many uncertainties, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law. In the normal course of business, management consults with legal counsel and certain other experts on matters related to litigation and taxes. The Company accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated.

Provision for warranties - At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Company assesses the requirement of provisions against the outstanding warranties and guarantees. However, the actual future outcome may be different from this judgement.

Significant estimates
Recoverability of advances/ receivables - At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.

Useful lives of depreciable/amortisable assets - Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain software, customer relationships, IT equipment and other plant and equipment.

Defined benefit obligation (DBO) - Management's estimate of the DBO is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

2.4 Recent 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. The Company applied following amendments for the first-time during the current year which are effective from 1 April 2024.

Amendments to Ind AS 116 - Lease liability in a sale and leaseback

The amendments require an entity to recognise lease liability including variable lease payments which are not linked to index or a rate in a way it does not result into gain on Right of use asset it retains.

Introduction of Ind AS 117 - Insurance Contracts

MCA notified Ind AS 117, a comprehensive standard that prescribe, recognition, measurement and disclosure requirements, to avoid diversities in practice for accounting insurance contracts and it applies to all companies i.e., to all "insurance contracts" regardless of the issuer. However, Ind AS 117 is not applicable to the entities which are insurance companies registered with IRDAI.

Amendments to Ind AS 21 - Effects of Changes in Foreign Exchange Rates

On May 9, 2025, MCA notifies the amendments to Ind AS 21 - Effects of Changes in Foreign Exchange Rates. These amendments aim to provide clearer guidance on assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable. The amendments are effective for annual periods beginning on or after April 1, 2025. The Company is currently assessing the probable impact of these amendments on its financial statements.

The Company has reviewed the new pronouncements and based on its evaluation has determined that these amendments do not have a significant impact on the Company's Financial Statements.

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3(a) Property, plant and equipment, Right-to-use asset (ROU) and Capital work-in-progress:

Particulars	Buildings	Plant and machinery	Computers	Office equipments	Furniture and fixtures	Vehicles	Total	Right-to-use asset (ROU)	Capital work-in-progress
Gross carrying amount									
Opening gross carrying amount as on 1 April 2023	672.20	3,115.67	64.32	6.85	29.08	14.90	3,903.02	308.97	74.00
Additions	8.20	287.68	14.30	0.93	0.24	-	311.35	8.57	344.20
Disposals/ adjustment	(0.58)	(10.84)	(0.40)	(0.66)	(0.18)	-	(12.66)	-	(299.90)
Closing gross carrying amount as on 31 March 2024	**679.82**	**3,392.51**	**78.22**	**7.12**	**29.14**	**14.90**	**4,201.71**	**317.54**	**118.30**
Accumulated depreciation									
Opening accumulated depreciation as on 1 April 2023	136.35	1,479.79	25.70	3.40	15.07	7.01	1,667.32	121.19	-
Depreciation charge for the year	29.20	303.71	15.16	0.95	3.74	1.90	354.66	18.76	-
Disposals/ adjustment	(0.54)	(6.28)	(0.37)	(0.68)	(0.15)	-	(8.02)	-	-
Closing accumulated depreciation as on 31 March 2024	**165.01**	**1,777.22**	**40.49**	**3.67**	**18.66**	**8.91**	**2,013.96**	**139.95**	**-**
Net carrying amount as at 31 March 2024	**514.81**	**1,615.29**	**37.73**	**3.45**	**10.48**	**5.99**	**2,187.75**	**177.59**	**118.30**
Gross carrying amount									
Opening gross carrying amount as on 1 April 2024	679.82	3,392.51	78.22	7.12	29.14	14.90	4,201.71	317.54	118.30
Additions	53.46	179.26	7.25	1.15	-	8.34	249.46	15.55	296.32
Disposals/ adjustment	(2.82)	(23.40)	-	(1.83)	-	-	(28.05)	(1.01)	(250.70)
Closing gross carrying amount as on 31 March 2025	**730.46**	**3,548.37**	**85.47**	**6.44**	**29.14**	**23.24**	**4,423.12**	**332.08**	**163.92**
Accumulated depreciation									
Opening accumulated depreciation as on 1 April 2024	165.01	1,777.22	40.49	3.67	18.66	8.91	2,013.96	139.95	-
Depreciation charge for the year	29.54	315.31	15.69	1.03	3.24	1.74	366.55	16.13	-
Disposals/ adjustment	(1.24)	(21.40)	-	(1.71)	-	-	(24.35)	(0.48)	-
Closing accumulated depreciation as on 31 March 2025	**193.31**	**2,071.13**	**56.18**	**2.99**	**21.90**	**10.65**	**2,356.16**	**155.60**	**-**
Net carrying amount as at 31 March 2025	**537.15**	**1,477.24**	**29.29**	**3.45**	**7.24**	**12.59**	**2,066.96**	**176.48**	**163.92**

3(b) Capital work-in-progress

For capital work in progress (CWIP), following is the ageing schedule:

As at 31 March 2025	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	161.17	2.47	-	-	163.64
Project temporarily suspended	-	-	-	0.28	0.28

As at 31 March 2024	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	108.79	9.23	-	-	118.02
Project temporarily suspended	-	-	0.28	-	0.28

There are no capital work-in-progress, whose completions is overdue or has exceeded its cost compared to its original plans.

Notes:

1. Refer note 42 for disclosure of contractual commitments for the acquisition of property, ~~plant and equipment~~.
2. Refer note 40 for disclosure of right-of-use assets
3. There is no property, plant and equipment which are pledged or under lien.

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(All amounts in ₹ Millions, unless otherwise stated)

4 Intangible assets

Particulars	Computer Software	Total
Gross carrying amount		
Opening gross carrying amount as on 1 April 2023	12.03	12.03
Additions	4.78	4.78
Disposals	(0.18)	(0.18)
Closing gross carrying amount as on 31 March 2024	**16.63**	**16.63**
Accumulated amortisation		
Opening accumulated amortisation as on 1 April 2023	9.48	9.48
Amortisation charge for the year	1.34	1.34
Disposals	(0.18)	(0.18)
Closing accumulated amortisation as on 31 March 2024	**10.64**	**10.64**
Net carrying amount as at 31 March 2024	**5.99**	**5.99**
Gross carrying amount		
Opening gross carrying amount as on 1 April 2024	16.63	16.63
Additions	2.27	2.27
Disposals	-	-
Closing gross carrying amount as on 31 March 2025	**18.90**	**18.90**
Accumulated amortisation		
Opening accumulated amortisation as on 1 April 2024	10.64	10.64
Amortisation charge for the year	2.57	2.57
Disposals	-	-
Closing accumulated amortisation as on 31 March 2025	**13.21**	**13.21**
Net carrying amount as at 31 March 2025	**5.69**	**5.69**

Notes:

1. Refer note 42 for disclosure of contractual commitments for the acquisition of intangible assets.
2. There is no intangible assets which are pledged or under lien.

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5 Investments

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Non-Current:		
A. Investment measured at cost		
(i) Investment in equity shares of subsidiary company, unquoted*#		
Nil equity shares (31 March 2024: 20,664,039) fully paid of ₹ 10 each of Motocare India Private Limited	-	2,559.03
B. Investment at fair value through profit or loss		
(i) Investment in equity shares of other entity, unquoted		
Nil equity shares (31 March 2024: 869,900) fully paid of ₹ 10 each in Maple Renewable Power Private Limited^	-	8.70
(ii) Investment in equity shares of other entity, unquoted		
3,545 equity shares (31 March 2024: 3,545) fully paid of ₹ 53.03 each in Caparo Power Limited	0.19	0.19
(iii) Investment in equity shares of other entity, unquoted		
62,000 equity shares (31 March 2024 Nil) fully paid of ₹ 10 each in Yash Metal Resources Private Limited	3.10	-
	3.29	**2,567.92**
Aggregate amount of unquoted investments	**3.29**	**2,567.92**
Aggregate amount of impairment in the value of investments	-	-

*Investments in subsidiary is stated at cost in accordance with Ind AS 27 'Separate Financial Statements'.

During the year ended 31 March 2025, the Company has transferred its 2,06,64,039 equity share in Motocare India Private Limited (erstwhile subsidiary) to Federal-Mogul Motorparts India Limited ('fellow subsidiary FMMP'), for a consideration of ₹ 8,293.54 million. The profit on sale of investment i.e., the excess of consideration received over the carrying value of investment i.e., amounting to ₹ 5,734.51 million has been recognised as gain on sale of investment in "Exceptional item". FMMP agreed to pay interest @12% per annum compounded annually, on the outstanding receivable to the Company. The total consideration, along with the accrued interest, is to be paid by FMMP within two years from the closing date i.e., date of the transaction 24 March 2025. The total consideration is receivable as at the balance sheet date and disclosed under the head other non current financial assets (Refer note 7) along with the interest accured on the receivable from the related party.

^ Refer note 34 for assets classified as held for sale

Refer note 35 for disclosure of fair values in respect of financial assets

6 Loans

Particulars	Non-Current		Current	
	Amount as at 31 March 2025	Amount as at 31 March 2024	Amount as at 31 March 2025	Amount as at 31 March 2024
Unsecured, considered good				
Loan to employees	2.33	2.58	3.69	9.29
	2.33	**2.58**	**3.69**	**9.29**

Refer note 35 for disclosure of fair values in respect of financial assets

7 Other financial assets

Particulars	Non-Current		Current	
	Amount as on 31 March 2025	Amount as at 31 March 2024	Amount as on 31 March 2025	Amount as at 31 March 2024
Unsecured, considered good				
Receivable from related party*	8,312.20	-	-	-
Security deposits	27.43	23.39	0.13	5.14
	8,339.63	23.39	0.13	5.14

*Refer notes 5 and 37

Refer note 35 for disclosure of fair values in respect of financial assets

8 Deferred tax assets/liabilities (net)

The balance comprises temporary difference attributable to:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Deferred tax liabilities		
Property, plant and equipment and intangible assets	32.60	45.65
Right-of-use assets	8.79	8.77
	41.39	54.42
Deferred tax assets		
Defined benefit obligations	45.90	28.40
Provisions	71.33	56.68
Lease liabilities	8.99	10.49
	126.22	**95.57**
Deferred tax assets (net)	**84.83**	**41.15**

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Movement in deferred tax assets/liabilities	Defined benefit obligations	Depreciation and amortisation	Right-of-use assets	Total
Deferred tax liabilities				
At 31 March 2023	-	53.55	10.97	64.52
Charged/(credited)				
- to profit or loss	-	(7.90)	(2.20)	(10.10)
- to other comprehensive income	-	-	-	-
At 31 March 2024	-	45.65	8.77	54.42
Charged/(credited)				
- to profit or loss	-	(13.05)	0.02	(13.03)
- to other comprehensive income	-	-	-	-
At 31 March 2025	-	32.60	8.79	41.39
	Defined benefit obligations	**Provisions**	**Lease liabilities**	**Total**
Deferred tax assets				
At 31 March 2023	37.54	61.38	12.33	111.25
Charged/ (credited)				
- to profit or loss	(11.50)	(4.70)	(1.84)	(18.04)
- to other comprehensive income	2.36	-	-	2.36
At 31 March 2024	28.40	56.68	10.49	95.57
Charged/ (credited)				
- to profit or loss	7.27	14.65	(1.50)	20.42
- to other comprehensive income	10.23	-	-	10.23
At 31 March 2025	45.90	71.33	8.99	126.22

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Tenneco Automotive India Private Limited
Notes to the Standalone Financial Statements for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

9 Income tax assets (net)

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Income tax assets (net)	116.76	172.87
	116.76	**172.87**

10 Other non-current assets

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Capital advances - considered good	17.82	37.32
Prepaid expenses	1.94	2.40
Corporate social responsibility (CSR) - excess spent*	27.95	17.34
	47.71	**57.06**

* Refer note 32(b) for CSR.

11 Inventories (valued at lower of cost or net realisable value)

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Raw materials [includes stock in transit ₹ 51.60 million (previous year ₹ 73.60 million)]	453.00	452.56
Work-in-progress	136.96	125.39
Finished goods [includes stock in transit ₹ 50.29 million (previous year ₹ 43.60 million)]	175.44	166.64
Stores and spares	84.37	77.87
Packing materials	5.16	5.33
	854.93	**827.79**

Note: The above inventory is net-off the provision for obsolete and excess made in accordance with the policy of the Company amounting to ₹71.06 million (previous year ₹ 46.30 million)

12 Trade receivables

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Trade receivables - considered good, secured	0.76	0.86
Trade receivables - considered good, unsecured	2,817.18	1,707.30
Trade receivables from related parties - considered good, unsecured	374.88	349.87
Trade receivables - significant increase in credit risk, unsecured	39.79	37.79
	3,232.61	2,095.82
Less: allowances for expected credit losses	(39.79)	(37.79)
Total receivables	**3,192.82**	**2,058.03**

Refer note 35 for disclosure of fair values in respect of financial assets
Refer note 37 for related party balances.

Trade receivables ageing schedule as on 31 March 2025:

Particulars	Outstanding for following periods from due date of payment						
	Not due	0 - 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - considered good	2,441.04	751.78	-	-	-	-	**3,192.82**
(ii) Undisputed trade receivables - which have significant increase in credit risk	10.53	18.60	8.14	1.68	0.84	-	**39.79**
(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	**2,451.57**	**770.38**	**8.14**	**1.68**	**0.84**	-	**3,232.61**
Less: Allowances for expected credit							**(39.79)**
Total							**3,192.82**

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Trade receivables ageing schedule as at 31 March 2024

Particulars	Outstanding for following periods from due date of payment						
	Not due	0 - 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - considered good	1,524.23	488.09	45.71	-	-	-	2,058.03
(ii) Undisputed trade receivables - which have significant increase in credit risk	4.88	10.85	12.21	9.85	-	-	37.79
(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	**1,529.11**	**498.94**	**57.92**	**9.85**	-	-	**2,095.82**
Less: Allowances for expected credit							**(37.79)**
Total							**2,058.03**

13 Cash and cash equivalents

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
a) Cash and cash equivalents		
Balances with scheduled banks		
- on current accounts	627.05	956.50
	627.05	**956.50**
b) Bank balances other than cash and cash equivalents		
Deposit with original maturity more than 3 months but less than 12 months*	0.50	0.50
	0.50	**0.50**

Refer note 35 for disclosure of fair values in respect of financial assets
*INR 0.50 millions (31 March 2024: ₹ 0.50 millions) is under lien with banks

c) Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities (except dividend paid):

Particulars	Lease liabilities	Short term borrowings
Opening Balance as on 1 April 2023	48.86	8.60
Non cash changes due to		
- Recognition of liabilities	8.56	-
- Interest expense	4.46	
- Deletion/adjustment of liabilities	-	(8.60)
Cash flows during the year due to		
- Repayment of liabilities	(20.00)	-
Closing Balance as on 31 March 2024	**41.88**	-
Non cash changes due to		
- Recognition of liabilities	15.55	-
- Interest expense	4.24	-
- Deletion/adjustment of liabilities	(1.41)	-
Cash flows during the year due to		
- Repayment of liabilities	(24.46)	-
Closing Balance as on 31 March 2025	**35.80**	-

14 Other current assets

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Balances with government authorities	5.03	14.08
Prepaid expenses	30.91	38.82
Export incentive receivable	4.44	3.13
Goods and Services tax recoverable *	13.74	14.19
Advance to suppliers		
- Considered good	7.10	34.84
- Considered doubtful (with significant increase in credit risk)	5.89	11.30
	12.99	**46.14**
Less: loss allowance	(5.89)	(11.30)
	7.10	**34.84**
	61.22	**105.06**

* It represents Goods and Services tax paid on finished goods in transit as at the year end

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15 Equity Share Capital

Particulars	As at 31 March 2025	As at 31 March 2024
Authorised share capital		
22,500 (previous year 22,500) 11% Cumulative Preference Share Capital (₹ 100 each)	2.25	2.25
254,275,000 (previous year: 254,275,000) Equity Share Capital (₹ 10 each)	2,542.75	2,542.75
	2,545.00	**2,545.00**
Issued share capital		
100,000 (previous year 100,000) equity Share Capital (₹ 10 each)	1.00	1.00
	1.00	**1.00**

(a) Movements in share capital

Particulars	Number of shares	Amount
As at 01 April 2022	100,000	1.00
Movement during the year	-	-
As at 31 March 2023	100,000	1.00
Movement during the year	-	-
As at 31 March 2024	100,000	1.00
Movement during the year	-	-
As at 31 March 2025	**100,000**	**1.00**

(b) Right/restriction attached to equity shares and 11% cumulative preference shares.

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 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.

Preference Shares: The authorised share capital includes 22,500 (number of shares), 11% Cumulative preference shares of ₹100 each which are not yet issued

(c) Shares held by Holding/ Ultimate Holding Company and/or their subsidiaries:

Name of the shareholders*	As at 31 March 2025		As at 31 March 2024	
	Number	% holding	Number	% holding
Equity Shares of ₹ 10/- each held by:				
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited), the Holding Company	99,999	100%	-	0%
Tenneco Mauritius Holdings Limited, Mauritius, (Intermediate Holding Company)	-	-	92,804	93%
Tenneco Mauritius Limited, Mauritius, a fellow subsidiary	1	0%	7,196	7%
	100,000	**100%**	**100,000**	**100%**

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

Name of the shareholders*	As at 31 March 2025		As at 31 March 2024	
	Number	% holding	Number	% holding
Equity Shares of ₹ 10/- each held by:				
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited), the Holding Company	99,999	100%	-	-
Tenneco Mauritius Holdings Limited, Mauritius, (Intermediate Holding Company)	-	-	92,804	93%
Tenneco Mauritius Limited, Mauritius, a fellow subsidiary	1	0%	7,196	7%

*The above information is furnished as per the shareholder register at the year end.

(e) Details of shares held by promoters of the Company:

Name of the promoter	31 March 2025			31 March 2024		
	Number of shares	% of total Shares	Changes during the year	Number of shares	% of total Shares	Changes during the year
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited), the Holding Company	99,999	100%	100%	-	-	-
Tenneco Mauritius Holdings Limited, Mauritius, the Holding Company	-	-	(100%)	92,804	93%	-
Tenneco Mauritius Limited, Mauritius, a fellow subsidiary	1	0%	(100%)	7,196	7%	-
	100,000	**100%**		**100,000**	**100%**	

(f) There are no shares reserved for issue under options and contracts or commitments. Further, there are no shares that have been issued during the last 5 years pursuant to a contract without payment being received in cash, no share allotted as fully paid up by way of bonus shares or no shares bought back.

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16 Other equity

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Capital reserve	3.84	3.84
Capital redemption reserve	0.65	0.65
Securities premium	6.02	6.02
Retained earnings	10,212.39	4,513.64
	10,222.90	**4,524.15**

(i) Capital reserve

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Balance as at the beginning of the year	3.84	3.84
Balance as at the end of the year	**3.84**	**3.84**

ii) Capital redemption reserve:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Balance as at the beginning of the year	0.65	0.65
Add: movement during the year	-	-
Balance as at the end of the year	**0.65**	**0.65**

(iii) Securities premium:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Balance as at the beginning of the year	6.02	6.02
Add: movement during the year	-	-
Balance as at the end of the year	**6.02**	**6.02**

(iv) Retained Earnings:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Balance as at the beginning of the year	4,513.64	5,729.29
Less: Dividend paid during the year	(1,149.41)	(2,653.20)
Add: Comprehensive income for the year	6,848.16	1,437.55
Balance as at the end of the year	**10,212.39**	**4,513.64**

Nature and purpose of other reserves

(i) Capital reserve:

Capital reserve is attributable to mergers in prior years.

(ii) Capital redemption reserve:

Capital redemption reserve is the accumulation of profit on forfeiture of preference shares.

(iii) Securities premium:

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act

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17 Lease liabilities

Particulars	Non current		Current	
	Amount as at 31 March 2025	Amount as at 31 March 2024	Amount as at 31 March 2025	Amount as at 31 March 2024
Lease liabilities (refer note 40)	14.28	25.52	21.52	16.36
	14.28	**25.52**	**21.52**	**16.36**

Refer note 35 for disclosure of fair values in respect of financial liabilities

18 Provisions

Particulars	Non current		Current	
	Amount as at 31 March 2025	Amount as at 31 March 2024	Amount as at 31 March 2025	Amount as at 31 March 2024
Provision for warranties (refer note (a) below)	-	-	116.09	128.16
Provision for employee benefits				
Provision for compensated absences (refer note (b) below)	-	-	129.81	113.54
Provision for gratuity (refer note (c) below)	41.94	26.40	17.79	12.80
	41.94	**26.40**	**263.69**	**254.50**

(a) Movement in provision for warranties:

Provisions movement	Amount as at 31 March 2025	Amount as at 31 March 2024
Opening balance	128.16	172.59
Add: additional provisions made during the year	60.51	13.86
Less: utilised during the year	72.58	58.29
Closing Balance	**116.09**	**128.16**

Warranty estimates are established using historical information on the nature, frequency and average cost of warranty claims and also management estimates regarding possible future outflow on servicing the customers for any corrective action in respect of product failure.

(b) Compensated absences

The amount of provision of ₹ 129.81 (previous year: ₹ 113.54) is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations.

The assumptions used in determining the compensated absences benefit obligation are as given below:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Financial assumptions		
Discount rate	6.50%	7.20%
Salary growth rate	10.00%	8.00%
Demographic assumptions		
Mortality rate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Disability rate	5% of Mortality Rate	5% of Mortality Rate
Withdrawal rate	7.50%	6.35%
Retirement age	58 years	58 years

(c) Gratuity (defined benefit plan)

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised fund in India, Life Insurance Corporation (LIC)

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
A. Change in defined benefit obligation (DBO)		
Defined benefit obligation at beginning of year	174.46	171.75
Current service cost	17.93	13.39
Interest cost	12.09	12.54
Benefit payments from plan assets	(13.12)	(14.00)
Actuarial loss/(gain)	42.34	(9.22)
Defined benefit obligation at the end of the year	**233.70**	**174.46**

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
B. Change in fair value of plan assets		
Fair value of plan assets at beginning of year	135.26	127.72
Interest income	10.69	9.16
Employer contributions	39.45	12.25
Benefit payments from plan assets	(13.12)	(14.00)
Remeasurements - return on assets (excluding interest income)	1.69	0.13
Fair value of plan assets at end of year	**173.97**	**135.26**

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Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
C. Assets and liabilities recognised in the Balance Sheet		
Present value of funded defined benefit obligation	233.70	174.46
Fair value of plan assets	173.97	135.26
Net liability arising from defined benefit obligation	**59.73**	**39.20**
Net Liability recognised in the Balance Sheet		
Current liability	17.79	12.80
Non-current liability	41.94	26.40
Total	**59.73**	**39.20**

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
D. Reconciliation of amounts in Balance Sheet		
Net defined benefit liability at beginning of the year	39.20	44.03
Defined benefit cost included in Statement of Profit and Loss	19.33	16.77
Total remeasurements included in Other Comprehensive (Income) / Loss	40.65	(9.35)
Employer contributions to the fund	(39.45)	(12.25)
Net defined benefit liability	**59.73**	**39.20**

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
E. Total expense recognised in Statement of Profit & Loss Account		
Service cost		
a. Current service cost	17.93	13.39
Total service cost	**17.93**	**13.39**
Net interest cost		
a. Interest expense on defined benefit obligation	12.09	12.54
b. Interest (income) on plan assets	(10.69)	(9.16)
Total net interest cost	**1.40**	**3.38**
Defined benefit cost included in Statement of Profit and Loss	**19.33**	**16.77**
Remeasurement		
a. Actuarial (gain) / loss due to financial assumption changes in DBO	42.50	1.63
b. Actuarial (Gain) / Loss due to Experience on DBO	(0.16)	(10.85)
c. Return on Plan Assets (Excluding Interest Income)	(1.69)	(0.13)
Total actuarial (gain) included in other comprehensive income	**40.65**	**(9.35)**
Total expenses	**59.98**	**7.42**
F. Major category of plan assets as % of total plan assets		
Insurance managed funds	100%	100%
G. Expected contribution to the gratuity fund for the next year	77.62	18.26
H. Actuarial assumptions		
Financial assumptions		
Discount rate	6.50%	7.20%
Salary growth rate	10.00%	8.00%
Expected rate of return on plan assets	6.50%	7.20%
Demographic assumptions		
Mortality rate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Disability rate	5% of Mortality Rate	5% of Mortality Rate
Withdrawal rate	7.50%	6.35%
Retirement age	58 years	58 years
I. Weighted average duration of DBO (years)	8.00	5.88

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J. Maturity analysis - Expected cash flow for following years		
Year - 1 Within 1 year	18.36	12.80
Year - 2 Between 1 to 3 years	62.11	7.87
Year - 4 Between 3 to 5 years	26.19	9.60
Year - 6 Later than 5 years	163.28	40.62
K. Sensitivity analysis*		
Gratuity		
Effect on DBO due to discount rates (up by 1%)	215.34	161.09
Effect on DBO due to discount rates (down by 1%)	255.04	190.70
Effect on DBO due to salary escalation (up by 1%)	252.86	190.11
Effect on DBO due to salary escalation (down by 1%)	216.37	161.24
Effect on DBO due to withdrawal rates (up by 1%)	229.77	174.00
Effect on DBO due to withdrawal rates (down by 1%)	238.29	175.78

* Discount rate, salary escalation rate and withdrawal rate are significant actuarial assumptions. The change in the present value of Defined Benefit Obligation for a change of 100 basis points in the significant actuarial assumption is given above.

Limitation of sensitivity analysis:
The above sensitivity analysis are based on a change in an 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 the 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.

There was no change in the methods used in preparing the sensitivity analysis from prior years.

L. Risk exposure
Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such valuation of the Company is exposed to following risks -
a) **Salary increases:** Higher than expected increases in salary will increase the defined benefit obligation.
b) **Investment risk:** Since the plan is funded then assets liabilities mismatch and actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the defined benefit obligation.
c) **Longevity:** The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
d) **Discount rate:** The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.
e) **Interest risk:** A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the value of the plan's debt investments.
f) **Mortality and disability:** If the actual deaths and disability cases are lower or higher than assumed in the valuation, it can impact the defined benefit obligation.
g) **Withdrawals:** If the actual withdrawals are higher or lower than the assumed withdrawals or there is a change in withdrawal rates at subsequent valuations, it can impact defined benefit obligation.

19 Other non-current liabilities

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Deferred income (tooling contracts)	241.43	176.64
	241.43	**176.64**

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20 Vendor bill financing

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Vendor bill financing	503.44	481.32
	503.44	**481.32**

Note: Vendor bill financing refers to the balances payable to the banks post suppliers discounting their invoices under supplier financing arrangements. This facility is to enable select vendors to receive early payment for their invoices directly from the bank and the Company makes the payments within the due dates agreed with the supplier and there are no special guarantees to secure the payments to be made.

21 Trade Payables

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Total outstanding dues of micro enterprises and small enterprises (refer note 43)	814.35	708.40
Total outstanding dues of creditors other than micro enterprises and small enterprises*	2,396.49	2,603.07
	3,210.84	**3,311.47**

*Refer note 37 for related party balances.

Refer note 35 for disclosure of fair values in respect of financial liabilities

Trade payable ageing schedule as at 31 March 2025

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME*	-	806.82	7.53	-	-	-	814.35
(ii) Others	549.18	1,112.78	728.83	2.93	2.31	0.46	2,396.49
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-

Trade payable ageing schedule as at 31 March 2024

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME*	-	699.87	8.04	-	-	0.49	708.40
(ii) Others	339.61	887.71	1,368.00	2.94	2.84	1.97	2,603.07
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act)

22 Other financial liabilities

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Capital creditors*	52.81	36.50
Employee benefits payable	74.82	74.11
Others**	13.00	8.70
	140.63	**119.31**

*Refer note 37 for related party balances.

**Refer note 35 for disclosure of fair values in respect of financial liabilities

23 Other current liabilities:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Advance from customers	4.63	74.58
Deferred income (tooling contracts)	31.10	34.58
Customer security deposit	0.76	0.86
Statutory dues	157.39	231.25
Payable to related party (refer note 37)	-	7.37
	193.88	**348.64**

24 Current tax liabilities (net)

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Current tax liabilities (net of advance tax)	892.39	31.60

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25 Revenue from operations

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Sale of goods	20,474.33	18,288.66
Sale of services :		
Information technology enabled services	94.77	154.60
Business support services	73.06	75.72
Engineering services	79.05	71.53
	20,721.21	**18,590.51**
Other operating revenue		
Scrap sales	32.92	33.56
Export incentives	27.48	20.98
	60.40	**54.54**
	20,781.61	**18,645.05**

Reconciliation of revenue recognised with contract price:	For the year ended 31 March 2025	For the year ended 31 March 2024
Contracted price	21,073.65	19,134.87
Adjustments:		
Less: discounts, rebates, refunds and credits	292.04	489.82
Revenue from operations	**20,781.61**	**18,645.05**

26 Other income

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest income on		
- fixed deposits with bank	0.70	35.59
- income tax refund	3.51	-
- financial assets at amortised cost	20.72	1.39
Liability no longer required written-back	8.29	-
Provision for doubtful advances to supplier written-back	5.42	-
Foreign exchange fluctuation (net)	8.99	7.73
Dividend from Subsidiary*	294.19	497.54
Miscellaneous income	0.55	1.49
	342.37	**543.74**

*Refer note 37

27 Cost of materials consumed

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening stock	452.60	419.90
Add: Purchases	14,357.02	12,756.84
Less: Closing stock	(453.00)	(452.60)
Raw materials consumption	**14,356.62**	**12,724.14**

28 Change in inventories of finished goods and work-in-progress

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening stock		
Work-in-progress	125.39	141.20
Finished goods	166.64	296.10
	292.03	**437.30**
Less: Closing stock		
Work-in-progress	(136.96)	(125.39)
Finished goods	(175.44)	(166.64)
	(312.40)	**(292.03)**
(Increase)/ decrease in inventories	**(20.37)**	**145.27**

29 Employee benefits expense

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries, wages and bonus	1,136.78	1,063.14
Contribution to provident and other funds [refer note (a) below]	48.08	49.01
Gratuity expense [refer note 18(c)]	19.33	16.67
Staff welfare expenses	140.67	139.29
	1,344.86	**1,268.11**
(a) Defined contribution plans		
Amount recognised in the Statement of Profit and Loss		
(i) Provident fund	44.99	45.18
(ii) Employee state insurance	3.09	3.79
	48.08	**48.97**

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Tenneco Automotive India Private Limited
Notes to the Standalone Financial Statements for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

30 Finance costs

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest on lease liability	4.24	4.46
Interest on delayed payment of taxes	14.69	1.84
Other interests	30.84	33.89
	49.77	**40.19**

31 Depreciation and amortisation expense

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation on property, plant and equipment (refer note 3)	366.55	354.66
Depreciation on right-of-use assets (refer note 3)	16.13	18.76
Amortisation of intangible assets (refer note 4)	2.57	1.34
	385.25	**374.76**

32 Other expenses

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Consumption of stores and spares	250.54	237.37
Packing materials consumed	277.98	265.56
Power and fuel	232.24	201.40
Freight and forwarding charges	170.18	150.52
Repairs and maintenance:		
- Buildings	18.87	9.59
- Plant and machinery	143.89	137.19
- Others	18.27	21.85
Rent (refer note 40)	9.61	18.40
Rates and taxes	18.89	7.72
Travelling and conveyance	70.85	76.68
Insurance	15.67	15.76
Communication expenses	7.92	11.05
Printing and stationery	10.23	12.12
Legal and professional fees	48.76	45.46
Payment to auditors [refer note (a) below]	9.10	5.10
Provision for expected credit loss	2.00	12.90
Provision for doubtful advances	-	4.20
Research and development expenses	43.11	60.73
Contractual labour expenses	344.92	333.29
Provision for Warranty expenses	60.51	13.84
Loss on sale of property, plant and equipment (net)	2.21	0.38
Corporate social responsibility (CSR) expenditure (refer note(b) below)	36.61	32.67
Royalty expense (refer note 37)	465.75	908.44
Management support charges (refer note 37)	91.40	182.81
Miscellaneous expenses	99.29	97.82
	2,448.80	**2,862.85**

(a) Auditors remuneration (excluding applicable taxes)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Statutory audit fee	6.80	4.80
Others	2.30	0.30
	9.10	**5.10**

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(b) Corporate Social Responsibility(CSR)

a) Gross amount required to be spent by the Company during the year in compliance with section 135 of the Act is ₹ 36.61 millions (previous year ₹ 32.67 milons)

b) Amount spent during the year on:

Particulars	For the year ended 31 March 2025			For the year ended 31 March 2024		
	In Cash	Yet to be paid in cash	Total	In Cash	Yet to be paid in cash	Total
(i) Construction/ acquisition of any asset	-	-	-	-	-	-
(ii) On purposes other than (i) above	47.22	-	47.22	34.12	-	34.12
	47.22	-	**47.22**	**34.12**	-	**34.12**

c) Above expenses does not include contribution to any related party of the Company.

d) Details of excess amount spent:

Opening Balance	Amount required to be spent during the	Amount spent during the year	Closing Balance
17.34	36.61	47.22	27.95

e) The Company's Board of Directors in its meeting held on 16 May 2025 passed a resolution for utilisation of excess amount spent during the year in accordance with provision of section 135(5) of Companies Act, 2013.

f) The Company does not have provision for corporate social responsibility expense at the end of the previous year. Further, the Company does not have provision in respect of ongoing project in seprate CSR unspent account for the year ended 31 March 2025.

h) The Company's corporate social responsibility involve promotion of education, preventive healthcare, employment enhancing vocation skills and rural development projects.

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33 Tax expense

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Current tax	1,441.50	333.07
Tax pertaining to earlier years	6.94	4.40
Deferred tax charge/ (credit)	(33.46)	5.45
	1,414.98	342.92

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate of at 25.17% (31 March 2024: 25.17%) and the reported tax expense in profit or loss are as follows:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Profit before income tax expenses	8,293.56	1,773.47
Prevalent tax rate of 25.168% (previous year : 25.168%)	2,087.32	446.35
Tax effects of amounts which are not deductible / (allowable) in calculating taxable income:		
Non-deductible expenses for tax purpose	22.36	17.20
Dividend Income	(74.04)	(125.22)
Tax related to earlier years	6.90	4.39
Income taxable at different rate on sale of subsidiary	(623.20)	-
Others	(4.37)	0.20
Income tax expense	**1,414.97**	**342.92**

34 Assets classified as held for sale

During the year ended 31 March 2025, the Board of Directors of the Company, at its meeting held on 10 January 2025, passed a resolution to sell the entire shareholding in Maple Renewable Power Private Limited ("MRPPL"). Accordingly, the Company issued a notice of termination of the agreement via letter dated 7 March 2025 to disinvest its investment in MRPPL. This investment as at 31 March 2025 is pending to be transfered as at balance sheet date. Consequently, the investment has been classified as an "Asset Held for Sale".

Subsequently, on 16 May 2025, the Company sold its entire shareholding in MRPPL for a total consideration of ₹8.70 million.

The details of Maple Renewable Power Private Limited as at 31 March 2025 as held for sale:

Particulars	Amount as at 31 March 2025
Assets classified as held for sale	8.70
Total	**8.70**
Liabilities relating to assets classified as held for sale	8.70
Total	**8.70**

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TENNECO AUTOMOTIVE INDIA PVT. LTD.

35 Financial risk management

i) Financial assets and liabilities by category*

Particulars	Level of hierarchy	Amount as at 31 March 2025	Amount as at 31 March 2024
Financial assets measured at amortised cost:			
Loan to employees	3	6.02	11.87
Other financial assets	3	8,339.76	28.53
Trade receivables	3	3,192.32	2,858.03
Cash and cash equivalents	3	627.05	956.50
Bank balances other than cash and cash equivalents	3	0.50	0.50
Financial assets measured at fair value through profit or loss:			
Investments	2	3.29	8.89
Total financial assets		**12,169.44**	**3,864.32**
Financial liabilities			
Lease liabilities	3	35.80	41.83
Trade payables	3	3,210.84	3,311.47
Vendor bill financing	3	503.44	481.37
Other financial liabilities	3	140.63	119.31
Total financial liabilities		**3,890.71**	**3,953.98**

Note: Investment in equity instrument of subsidiary has been accounted at cost in accordance with Ind AS 27, therefore not within scope of Ind AS 109, hence, not included here.

*There are no financial assets and liabilities which are measured at fair value through other comprehensive income.

ii) Fair value hierarchy

The fair value of financial instruments as referred to in note (i) above has been classified into fair value hierarchy categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities [Level 1 measurements] and lowest priority to unobservable inputs [Level 3 measurements].

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.
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 rely as little as possible on entity specific estimates.
Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(a) The carrying amount of trade receivables, other bank balances, cash and cash equivalents, loans to employees (current), security deposit (current), trade payables and other financial liabilities which are short term in nature are considered to same as their fair values.

(b) The fair values of security deposits, loans to employees and receivable from related party are calculated based on cash flows discounted using a current lending rate or interest rate agreed as per contractual agreement.

(c) All financial assets and financial liabilities are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk, except investments.

(d) Investments and assets held for sale are classified as level 2 fair values in the fair value hierarchy.

(e) There have been no transfers between Level 1, Level 2 and Level 3 for year ended 31 March 2025 and 31 March 2024.

iii) Risk management

The Company's activities expose it to credit risk, liquidity risk and market risk. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

(A) Credit risk management

Credit risk is the risk that a counterparty fails to discharge an obligation to the Company. The Company is exposed to this risk for various financial instruments, for example by granting loans and receivables to customers, placing deposits, etc. The Company's maximum exposure to credit risk is limited to the carrying amount of following types of financial assets.
- cash and cash equivalents,
- trade receivables,
- loans and other financial assets measured at amortised cost, and
- deposits with banks

a) Credit risk management

The Company assesses and manages credit risk based on internal credit rating system, continuously monitoring defaults of customers and other counterparties, identified either individually or by the Company, and incorporates this information into its credit risk controls. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.
A: Low
B: Medium
C: High

Assets under credit risk –

Credit rating	Particulars	Amount as on 31 March 2025	Amount as at 31 March 2024
A: Low	Cash and cash equivalents	627.05	956.50
	Bank balances other than cash and cash equivalents	0.50	0.50
	Other financial assets	8,339.76	28.53
	Investments	3.29	8.89
	Trade receivables	3,153.03	2,820.24
	Loans	6.02	11.87
B: High	Trade receivables	39.29	37.79

Cash and cash equivalents and bank deposits

Credit risk related to cash and cash equivalents and other bank balances is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks across the country.

Trade receivables

The Company closely monitors the credit-worthiness of the debtors through internal systems that are configured to define credit limits of customers, thereby, limiting the credit risk to pre-calculated amounts. The Company is required to follow simplified approach and accordingly, allowance is recognised for lifetime expected credit losses.

Other financial assets and loans measured at amortised cost

Other financial assets measured at amortised cost which consists of security deposits, receivable from related party and loans to employees. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure the amounts are within defined limits. Further, in respect of investment at fair value through profit and loss account, the credit risk in respect of such investments are assessed on the basis of the fair value of the respective companies determined based on the current bid price of respective investment as at the balance sheet date.

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b) Expected credit losses for financial assets

(i) Expected credit loss for trade receivables under simplified approach

The Company recognises lifetime expected credit losses on trade receivables using a simplified approach, wherein Company has defined percentage of provision by analysing historical trend of default such provision percentage determined have been considered to recognise life time expected credit losses on trade receivables

Reconciliation of loss allowance – lifetime expected credit losses:

Reconciliation of loss allowance	Trade receivable
Loss allowance on 1 April 2023	**24.90**
Impairment loss recognised/reversed during the year	12.89
Amounts written-off	-
Loss allowance on 31 March 2024	**37.79**
Impairment loss recognised/reversed during the year	2.00
Amounts written-off	-
Loss allowance on 31 March 2025	**39.79**

(ii) Financial assets (other than trade receivables)

The Company provides for expected credit losses on loans other than trade receivables by assessing individual financial instruments for expectation of any credit losses.
- For cash & cash equivalents and other bank balances - Since the Company deals with only high-rated banks and financial institutions, credit risk in respect of cash and cash equivalents and bank deposits is evaluated as very low.
- For loans to employees and security deposits paid - Credit risk is considered low because the Company is in possession of the underlying asset.
- For receivable from related party - Management considers the receivable from related party to be low credit risk since they have a low risk of default and the related parties has a strong capacity to meet its contractual cash flow obligations in the near term.
- For investment at fair value through profit and loss account - Credit risk in respect of such investments are assessed on the basis of the fair value of the respective companies determined based on the current bid price of respective investment as at the balance sheet date.
- For other financial assets - Credit risk is evaluated based on the Company knowledge of the credit worthiness of those parties and loss allowance is measured. For such financial assets, the Company policy is to provide for 12 month expected credit losses upon initial recognition and provide for lifetime expected credit losses upon significant increase in credit risk.

(B) 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. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(i) Financing arrangements

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

Particulars	31 March 2025	31 March 2024
Floating rate		
- Expiring within one year (bank overdraft, short term credit and other facilities)	695.87	1,617.67
	695.87	**1,617.67**

(ii) Maturities of financial Liabilities

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities:

Particulars	Less than 1 year	1-3 year	3-5 year	More than 5 years	Total
As at 31 March 2025					
Non derivatives					
Lease liabilities	24.02	14.91	0.19	-	39.12
Trade payables	3,210.84	-	-	-	3,210.84
Vendor bill financing	503.44	-	-	-	503.44
Other financial liabilities	140.63	-	-	-	140.63
Total	**3,878.93**	**14.91**	**0.19**	-	**3,894.03**

Particulars	Less than 1 year	1-3 year	3-5 year	More than 5 years	Total
As at 31 March 2024					
Non derivatives					
Lease liabilities	20.36	25.69	0.52	-	46.57
Trade payables	3,311.47	-	-	-	3,311.47
Vendor bill financing	481.32	-	-	-	481.32
Other financial liabilities	119.31	-	-	-	119.31
Total	**3,932.46**	**25.69**	**0.52**	-	**3,958.67**

(C) Market Risk

(i) Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar, Euro and Great Britain Pound. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of any of the Company. Considering the low volume of foreign currency transactions, the Company's exposure to foreign currency risk is limited and the Company hence does not use any derivative instruments to manage its exposure. Also, the Company does not use forward contracts and swaps for speculative purposes.

(a) Foreign currency risk exposure

The Company exposure to foreign currency risk at the end of the reporting period expressed in ₹ millions as follows

Particulars	Currency	Amount as at 31 March 2025		Amount as at 31 March 2024	
		In FC	**In ₹**	**In FC**	**In ₹**
Financial asset					
Cash in Bank	USD	1.62	138.51	0.85	71.15
	EUR	-	-	0.00	0.12
Trade receivables	EUR	0.10	9.66	0.12	10.37
	USD	4.81	411.27	2.90	241.49
Exposure to foreign currency risk (assets)		**6.53**	**559.44**	**3.87**	**323.13**
Financial liability					
Trade Payables	EUR	0.79	73.39	0.61	55.47
	GBP	0.01	0.65	0.01	0.70
	USD	5.56	475.78	10.33	862.88
Other financial liability					
Capital creditors	EUR	0.06	5.13	0.08	7.75
	USD	-	-	0.02	1.42
Exposure to foreign currency risk (liabilities)		**6.42**	**554.95**	**11.07**	**928.22**
Net exposure to foreign currency risk			**4.49**		**(605.09)**

Sensitivity

A reasonably possible strengthening (weakening) of the ₹ against all other foreign currencies at 31 March would have affected the measurement of financial instruments denominated in a foreign currency and affected profit or loss by the amount shown below. This analysis assumes that all other variables remain constant and ignores any impact of forecast sales and purchases.

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
USD Sensitivity		
INR /USD - Increase by 2%	1.11	(8.26)
INR /USD - decrease by 2%	(1.11)	8.26

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
EURO Sensitivity		
INR /EUR - Increase by 2%	(1.03)	(0.79)
INR /EUR - decrease by 2%	1.03	0.79

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
GBP Sensitivity		
INR /GBP - Increase by 2%	(0.01)	(0.01)
INR /GBP - decrease by 2%	0.01	0.01

(ii) Interest rate risk

(a) Liabilities

The Company does not have any borrowings and hence there is no interest rate risk.

(b) Assets

The Company's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk, as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(c) Price risk

The Company does not have any significant investments in equity instruments which create an exposure to price risk.

36 Capital Management

(a) The Company's capital management objectives are
- to ensure the Company's ability to continue as a going concern
- to provide an adequate return to shareholders

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. 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.

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Total debt	-	-
Less: Cash and cash equivalents	627.05	956.50
Net debt	**(627.05)**	**(956.50)**
Total equity	10,223.90	4,325.15
Net debt to equity ratio	-	-

Note:

Debt to equity ratio has been shown as Nil as the calculated amount depicts a negative balance.

(b) Dividend

Particulars	31 March 2025	31 March 2024
Equity shares		
Interim dividend of per ₹11,494.05 equity share for the year ended 31 March 2025 (31 March 2024: 26,532.20)	1,149.41	2,653.20

The Board of Directors in its meeting held on 26 June 2024, 21 October 2024, 26 December 2024 and 17 March 2025 have declared and paid an interim dividend of ₹ 125.21, ₹ 504.60, ₹ 170.00 and ₹ 349.60 respectively, on fully paid equity shares, aggregating to ₹ 1,149.41 millions for the financial year ended 31 March 2025.
Subsequent to the year end, the Board of Directors in its meeting held on 16 May 2025 have declared and paid interim dividend of ₹ 341.40 on fully paid equity shares. The same has not been recognised as liability and considered as non adjusting event.

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37 Related party disclosures

(a) Name of related parties and nature of relationship:

(i)	**Parent entities:**	
	Ultimate holding company:	Pegasus Holdings One LLC
	Immediate holding company:	Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited) (with effect from 25 March 2025) Tenneco Mauritius Holdings Limited, Mauritius (till 24 March 2025)
	Intermediate holding companies:	Tenneco LLC., USA (formerly, Tenneco Inc., USA) Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA) Tenneco International Holdings Corp., USA Tenneco Global Holdings Inc., USA Tenneco Mauritius Limited, Mauritius
(ii)	**Subsidiary company:**	Motocare India Private Limited, India (till 24 March 2025)
(iii)	**Parties under common control with whom transactions have taken place during the year**	
	Fellow subsidiaries	Tenneco Automotive Trading Company LLC (formerly known as Tenneco Automotive Trading Company) Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium) Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.) Tenneco Automotive Brazil Ltd Monroe Mexico S.DE R. L DE C.V (formerly, Monroe Mexico.S.A.C.V., Mexico) Monroe Czechia S.R.O., Czech Republic Fric Rot S.A.I.C., Argentina Tenneco Automotive Eastern Europe Sp.z. o. o. Tenneco Ride Control South Africa (PTY) Ltd., South Africa Tenneco (Suzhou) Co. Ltd., China Tenneco Korea Limited, South Korea Tenneco (Changzhou) Ride Control System Co. Ltd (formerly, Tenneco (Changzhou) Ride Performance, China) Federal Mogul Coventry Limited, UK Federal-Mogul Motorparts (India) Limited, India Federal-Mogul Motorparts LLC Driv Japan Ltd., Japan Tenneco (Suzhou) Ride Control Co.,Ltd China Monroe Australia Pty Ltd (formerly, Monroe Australia) The Pullman Company LLC (formerly, The Pullman Company) Federal-Mogul de Mexico S. de RL de CV (formerly, Tenneco Mexico S de RL de CV) Federal-Mogul Motorparts (Singapore) Pte Ltd (formerly, Federal-Mogul Motorparts (Singapore) PLtd) Federal-Mogul of South Africa (Propriety) Limited (formerly, Federal-Mogul of S.Africa) Motocare India Private Limited, India (from 25 March 2025)
(iv)	**Key management personnel**	Mr. R.C. Subramaniam, Managing Director Mr. Praveen Kumar Singh, Director Ms. Mayuri Ramdasi, Company Secretary (till 14 January 2025) Ms. Priya Nimje, Company Secretary (from 15 May 2025)

The above listing includes the related parties with whom transactions have taken place in the current year or previous year.

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Tenneco Automotive India Private Limited
Notes to the Standalone Financial Statements for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

Related party disclosures (cont'd)

(b) Transactions with the related parties in the ordinary course of business:

Nature of transaction	Nature of related party relationship	For the year ended 31 March 2025	For the year ended 31 March 2024
(i) Sale of goods			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	18.82	45.60
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc)	Fellow subsidiary	26.13	73.00
Tenneco Automotive Europe BV , Belgium (formerly, Tenneco Automotive Europe BVBA , Belgium)	Fellow subsidiary	15.00	50.33
Tenneco Automotive Trading Company LLC (formerly known as Tenneco Automotive Trading Company)	Fellow subsidiary	-	1.56
Tenneco Ride Control South Africa (PTY) Ltd , South Africa	Fellow subsidiary	21.87	21.48
Tenneco Automotive Eastern Europe SP ZOO, Poland	Fellow subsidiary	0.22	0.29
Monroe Mexico S DE R L DE C V (formerly, Monroe Mexico S A C V , Mexico)	Fellow subsidiary	3.58	64.05
Motocare India Private Limited, India	Fellow subsidiary (from 25 March 2025)	1,711.72	1,103.99
Driv Japan Ltd , Japan	Fellow subsidiary	24.49	29.42
Tenneco Automotive Brazil Ltd	Fellow subsidiary	1.32	24.60
Federal-Mogul of South Africa (Propriety) Limited (formerly, Federal-Mogul of S.Africa)	Fellow subsidiary	8.69	-
Federal-Mogul Motorparts (Singapore) Pte Ltd (formerly, Federal-Mogul Motorparts (Singapore) P.Ltd)	Fellow subsidiary	2.14	-
Fric Rot S.A.I.C , Argentina	Fellow subsidiary	22.26	12.95
Total		**1,856.24**	**1,427.27**
(ii) Sale of services: Information technology enabled services			
Tenneco LLC , USA (formerly, Tenneco Inc , USA)	Intermediate holding company	94.77	154.60
Total		**94.77**	**154.60**
(iii) Sale of services: Business Support Services			
Tenneco LLC , USA (formerly, Tenneco Inc , USA)	Intermediate holding company	8.27	13.29
Tenneco Automotive Europe BV , Belgium (formerly, Tenneco Automotive Europe BVBA , Belgium)	Fellow subsidiary	42.06	40.83
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	20.23	19.74
Federal-Mogul Motorparts LLC	Fellow subsidiary	2.50	1.89
Total		**73.06**	**75.75**
(iv) Purchase of goods			
Tenneco Automotive Europe BV , Belgium (formerly, Tenneco Automotive Europe BVBA , Belgium)	Fellow subsidiary	192.77	118.85
Monroe Czechia S.R.O , Czech Republic	Fellow subsidiary	0.34	0.90
Tenneco Ride Control South Africa (PTY) Ltd , South Africa	Fellow subsidiary	4.24	3.22
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc)	Fellow subsidiary	2.49	9.49
Tenneco (Suzhou) Co Ltd , China	Fellow subsidiary	1.05	0.73
Tenneco (Changzhou) Ride Control System Co Ltd (formerly, Tenneco (Changzhou) Ride Performance, China)	Fellow subsidiary	1.57	0.20
Tenneco Automotive Brazil Ltd	Fellow subsidiary	2.49	2.21
Driv Japan Ltd , Japan	Fellow subsidiary	-	0.28
Tenneco (Suzhou) Ride Control Co.,Ltd China	Fellow subsidiary	0.07	2.64
Tenneco Automotive Eastern Europe Sp z o o	Fellow subsidiary	1.10	0.45
Federal Mogul Coventry Limited, UK	Fellow subsidiary	2.96	3.40
The Pullman Company LLC (formerly, The Pullman Company)	Fellow subsidiary	-	1.67
Total		**209.08**	**144.04**
(v) Purchase of property, plant and equipment			
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc)	Fellow subsidiary	-	7.29
Monroe Australia Pty Ltd (formerly, Monroe Australia)	Fellow subsidiary	-	11.60
Total		**-**	**18.89**
(vi) Re-imbursement of expenses paid			
Driv Japan Ltd , Japan	Fellow subsidiary	2.26	-
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited)	Immediate holding company (from 25 March 2025)	0.24	-
Tenneco Automotive Europe BV , Belgium (formerly, Tenneco Automotive Europe BVBA , Belgium)	Fellow subsidiary	-	0.51
Fric Rot S.A.I.C , Argentina	Fellow subsidiary	0.80	-
Total		**3.30**	**0.51**
(vii) Re-imbursement of expenses received			
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited)	Immediate holding company (from 25 March 2025)	0.69	-
Motocare India Private Limited, India	Fellow subsidiary (from 25 March 2025)	-	9.84
Total		0.69	9.84

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Related party disclosures (cont'd)

(b) Transactions with the related parties in the ordinary course of business:

Nature of transaction	Nature of related party relationship	For the year ended 31 March 2025	For the year ended 31 March 2024
(viii) Sale of investment			
Federal-Mogul Motorparts India Limited	Fellow subsidiary	8,293.54	-
Total		**8,293.54**	-
(ix) Interest on recoverable from related party			
Federal-Mogul Motorparts India Limited	Fellow subsidiary	19.09	-
Total		**19.09**	-
(x) Gain on sale of investment(subsidiary)			
Federal-Mogul Motorparts India Limited	Fellow subsidiary	5,734.51	-
Total		**5,734.51**	-
(xi) Dividend received			
Motocare India Private Limited, India	Subsidiary	294.19	497.54
Total		**294.19**	**497.54**
(xii) Dividend paid			
Tenneco Mauritius Holdings Limited, Mauritius	Immediate holding company (till 24 March 2025)	1,066.69	2,462.28
Tenneco Mauritius Limited, Mauritius	Intermediate holding company	82.71	190.92
Total		**1,149.40**	**2,653.20**
(xiii) Royalty			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	465.75	908.44
Total		**465.75**	**908.44**
(xiv) Management support charges			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	91.40	182.81
Total		**91.40**	**182.81**
(xv) Remuneration to key managerial personnel			
Mr. R.C. Subramaniam	Managing Director	33.75	32.69
Mr. Praveen Kumar Singh	Director	17.50	17.91
Ms. Mayuri Ramdasi	Company Secretary (till 14 January 2025)	1.64	1.24
Total		**52.89**	**51.84**

Notes:

1) All sales and purchase above are inclusive of GST (wherever applicable). Sales and purchases are net of the returns.

2) Key Managerial Personnel who are under the employment of the Company are entitled to post-employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

Tenneco Automotive India Private Limited
Notes to the Standalone Financial Statements for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

Related party disclosures (cont'd)

(c) Balances with related parties as at the year end 31 March 2025:

Particulars	Nature of related party relationship	Amount as at 31 March 2025	Amount as at 31 March 2024
(i) Trade payable			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	232.18	840.05
Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	34.09	28.96
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.	Fellow subsidiary	2.31	1.73
Monroe Czechia S.R.O., Czech Republic	Fellow subsidiary	0.01	0.18
Tenneco Automotive Eastern Europe Sp z. o. o.	Fellow subsidiary	2.01	0.39
Tenneco Ride Control South Africa (PTY) Ltd., South Africa	Fellow subsidiary	0.81	0.87
Driv Japan Ltd., Japan	Fellow subsidiary	0.61	2.13
Tenneco (Suzhou) Co., Ltd., China	Fellow subsidiary	0.32	0.10
Tenneco Automotive Brazil Ltd	Fellow subsidiary	0.36	0.96
Tenneco Korea Ltd., South Korea	Fellow subsidiary	-	0.54
Tenneco (Changzhou) Ride Control System Co. Ltd (formerly, Tenneco (Changzhou) Ride Performance, China)	Fellow subsidiary	1.20	0.10
Tenneco (Suzhou) Ride Control Co., Ltd China	Fellow subsidiary	0.02	-
Federal Mogul Coventry Limited, UK	Fellow subsidiary	0.52	0.52
Tenneco Automotive Eastern Europe SP. ZOO, Poland	Fellow subsidiary	-	0.60
Total		**274.44**	**877.13**
(ii) Capital creditors			
Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	-	0.31
Tenneco Automotive Eastern Europe Sp z. o. o.	Fellow subsidiary	-	1.83
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.	Fellow subsidiary	-	0.47
Total		-	**2.61**
(iii) Payables to related party			
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited)	Fellow subsidiary	-	73.57
Total		-	**73.57**
(iv) Trade receivables			
Tenneco LLC., USA (formerly, Tenneco Inc., USA)	Intermediate holding company	13.46	11.97
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	15.89	10.07
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.	Fellow subsidiary	4.64	5.91
Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	24.48	30.98
Tenneco Ride Control South Africa (PTY) Ltd., South Africa	Fellow subsidiary	0.35	3.05
Monroe Mexico S.DE R. L DE C.V (formerly, Monroe Mexico S.A.C.V., Mexico)	Fellow subsidiary	7.92	9.07
Driv Japan Ltd., Japan	Fellow subsidiary	5.61	28.42
Tenneco Automotive Brazil Ltd	Fellow subsidiary	0.43	7.41
Motocare India Private Limited, India	Fellow subsidiary (from 25 March 2025)	279.33	229.17
FRIC-ROT S.A.I.C, Argentina	Fellow subsidiary	12.21	11.42
Monroe Czechia S.R.O., Czech Republic	Fellow subsidiary	-	0.02
Federal-Mogul Motorparts LLC	Fellow subsidiary	1.18	0.39
Tenneco Automotive Eastern Europe Sp z. o. o.	Fellow subsidiary	0.06	0.09
Federal-Mogul Motorparts (Singapore) Pte Ltd (formerly, Federal-Mogul Motorparts (Singapore) PLtd)	Fellow subsidiary	0.63	-
Federal-Mogul of South Africa (Propriety) Limited (formerly, Federal-Mogul of S.Africa)	Fellow subsidiary	8.69	-
Total		**374.88**	**347.97**

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Tenneco Automotive India Private Limited
Notes to the Standalone Financial Statements for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

Related party disclosures (cont'd)

(c) Balances with related parties as at the year end 31 March 2025:

Particulars	Nature of related party relationship	Amount as at 31 March 2025	Amount as at 31 March 2024
(v) Investment			
Motocare India Private Limited, India	Subsidiary (till 24 March 2025)	-	2,559.03
Total		-	**2,559.03**
(vi) Recoverable from related party			
Federal-Mogul Motorparts India Limited	Fellow subsidiary	8,312.20	-
		8,312.20	-
(vii) Loss allowance for trade receivables:			
Loss allowance	Intermediate holding company/ Fellow subsidiary	10.92	12.10
Total		**10.92**	**12.10**

Note (i): Loss allowance has been determined by applying expected credit loss model. Loss allowance has been determined on the entire trade receivable balance from related parties.

The Company's material related party transactions are at arm's length and in the ordinary course of business. All outstanding receivable balances are unsecured and repayable in cash.

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TENNECO AUTOMOTIVE INDIA PVT. LTD.

38 Revenue related disclosures

a Revenue from Contracts with Customers

Indian Accounting Standard 115 Revenue from Contracts with Customers ("Ind AS 115"), establishes a framework for determining whether, how much and when revenue is recognised and requires disclosures about the nature, amount, timing and uncertainty of revenues and cash flows arising from customer contracts. Under Ind AS 115, revenue is recognised through a 5-step approach:

(i) Identify the contract(s) with customer;

(ii) Identify separate performance obligations in the contract;

(iii) Determine the transaction price;

(iv) Allocate the transaction price to the performance obligations; and

(v) Recognise revenue when a performance obligation is satisfied.

b Disaggregation of revenue

Revenue recognised mainly comprises of sale of goods and services which majorly comprises of sale of shock observers, other auto components and services related to information technology, business support and engineering services. Set out below is the disaggregation of the Company's revenue from contracts with customers:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from contracts with customers		
Sale of goods and services		
Domestic	19,164.39	17,160.69
Export	1,556.82	1,429.82
Other operating income	60.40	54.54
Total revenue covered under Ind AS 115	**20,781.61**	**18,645.05**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue by time		
Revenue recognised at point in time	20,534.73	18,343.20
Revenue recognised over time	246.88	301.85
Total	**20,781.61**	**18,645.05**

c Contract balances

The following table provide information about contract liabilities from contract with customers:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Contract liabilities		
Advances from customers	4.63	74.83
Deferred income (tooling contracts)	272.53	211.19
Security deposits received from customers	0.76	0.86
Total contract liabilities	**277.92**	**286.88**

d Trade receivables

The following table provides information about receivables from contract with customers:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Receivables		
Trade receivables	3,232.61	2,095.82
Less : Allowances for expected credit loss	(39.79)	(37.79)
Net receivables	**3,192.82**	**2,058.03**

e Significant changes in the contract liabilities balances during the year are as follows:

Particulars	Amount as at 31 March 2025		
	Contract Liabilities		
	Deferred Income	Advances from customers	Security deposits received from customers
Opening balance	**211.19**	**74.83**	**0.86**
Additions during the year	136.09	4.60	1.00
Revenue recognised during the year/ amount refunded during the	(74.75)	(74.80)	(1.10)
Closing balance	**272.53**	**4.63**	**0.76**

Particulars	Amount as at 31 March 2024		
	Contract Liabilities		
	Deferred Income	Advances from customers	Security deposits received from customers
Opening balance	**201.59**	**17.03**	**6.45**
Additions during the year	50.90	74.80	5.60
Revenue recognised during the year/ amount refunded during the	(41.30)	(17.00)	(11.19)
Closing balance	**211.19**	**74.83**	**0.86**

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f Satisfaction of performance obligations

The Company's revenue is derived from the single performance obligation to transfer primarily its products under arrangements in which the transfer of control of the products and the fulfilment of the Company's performance obligation occur at the same time. Revenue from the sale of goods is recognized when the Company has transferred control of the goods to the buyer and the buyer obtains the benefits from the goods, the potential cash flows and the amount of revenue (the transaction price) can be measured reliably, and it is probable that the Company will collect the consideration to which it is entitled to in exchange for the goods.

Whether the customer has obtained control over the asset depends on when the goods are made available to the carrier or the buyer takes possession of the goods, depending on the delivery terms. Revenue is measured at the transaction price of the consideration received or receivable, the amount the Company expects to be entitled to.

g Payment terms

The sale of goods is typically made under credit payment terms differing from customer to customer and ranges between 30-120 days (excluding transit days).

h Variable considerations associated with such sales

Periodically, the Company announces various volume and other rebate programs, where once a certain volume or other conditions are met, it refunds the customer some portion of the amounts previously billed or paid. For such arrangements, the Company only recognizes revenue for the amounts it ultimately expects to realize from the customer. The Company estimates the variable consideration for these programs using the most likely amount method or the expected value method, whichever approach best predicts the amount of the consideration based on the terms of the contract and available information and updates its estimates each reporting period.

39 Segment information

In accordance with Ind AS 108, the Board of Directors being the Chief operating decision maker of the Company has determined its only one business segment of manufacturing of auto components and hence there are no other identifiable reportable segments.

Further, in terms of paragraph 31 of Ind AS 108, entity wide disclosures have been presented in the consolidated financial statements of the Company.

Additionally, the analysis of geographical segment is based on the geographical location of the customers. The following table shows the distribution of the Company's sales by geographical market, regardless of where the goods were produced.

Geographical information in respect of revenue from customer is given below:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
India	19,224.79	17,208.70
Other countries	1,556.82	1,436.35
	20,781.61	**18,645.05**

Carrying amount of segment debtors by geographical market (net of provision)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
India	2,771.89	1,806.17
Other countries	420.93	251.86
	3,192.82	**2,058.03**

The Company has common assets for producing goods for India and outside countries. Hence, separate figures for assets/additions to property, plant and equipment cannot be furnished.

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TENNECO AUTOMOTIVE INDIA PVT LTD *

40. Leases

(I) Assets taken on lease

(i) Right-of-use

Following are the changes in the carrying value of right-of-use for the year ended 31 March 2025

	Category of ROU asset			
Particulars	**Leasehold land**	**Buildings**	**Vehicle**	**Total**
Gross carrying value				
As at 01 April 2023	156.90	136.04	16.03	308.97
Additions/ transfers	-	5.30	3.27	8.57
As at 31 March 2024	156.90	141.34	19.30	317.54
Additions/ transfers	-	13.71	1.84	15.55
Disposals/ adjustments	-	-	(1.01)	(1.01)
As at 31 March 2025	156.90	155.05	20.13	332.08
As at 01 April 2023	12.62	97.67	10.90	121.19
Depreciation charge for the year	1.64	14.66	2.46	18.76
Disposals/ adjustments	-	-	-	-
As at 31 March 2024	14.26	112.33	13.36	139.95
Depreciation charge for the year	1.64	11.94	2.55	16.13
Disposals/ adjustments	-	-	(0.48)	(0.48)
As at 31 March 2025	15.90	124.27	15.43	155.60
Net carrying value				
As at 31 March 2024	142.64	29.01	5.94	177.59
As at 31 March 2025	141.00	30.78	4.70	176.48

The aggregate depreciation expense on right-of-use assets is included under depreciation and amortization expense in the statement of profit and loss.

The following is the break-up of current and non-current lease liabilities for the year ended

Particulars	**Amount as at 31 March 2025**	**Amount as at 31 March 2024**
Non-current lease liabilities	14.28	25.52
Current lease liabilities	21.52	16.36
	35.80	**41.88**

The following is the movement in lease liabilities for the year ended 31 March 2025

Particulars	**Amount as at 31 March 2025**
As at 01 April 2024	41.88
Additions	15.55
Finance cost accrued during the year	4.24
Deletions	(1.41)
Payment of lease liabilities	(24.46)
	35.80

The following is the movement in lease liabilities for the year ended 31 March 2024

Particulars	**Amount as at 31 March 2024**
As at 01 April 2023	48.86
Additions	8.56
Finance cost accrued during the year	4.46
Payment of lease liabilities	(20.00)
	41.88

The table below provides details regarding the contractual maturities of lease liabilities of non-cancellable contractual commitments as on an undiscounted basis.

Particulars	**Amount as at 31 March 2025**	**Amount as at 31 March 2024**
Less than one year	24.02	20.40
One to five years	15.10	26.20
More than five years	-	-

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due

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The following are the amounts recognised in profit or loss:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation expense of right-of-use assets	16.13	18.76
Interest expense on lease liabilities	4.24	4.46
Expense relating to short-term leases (included in other expenses)	9.61	18.40
	29.98	**41.62**

(ii) Lease related disclosures

(a) The Company has leases for lands, buildings and vehicles. Each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. The Company classifies its right-of-use assets in a consistent manner to its lands, buildings and vehicles.

(b) Total cash outflow for leases for the year ended 31 March 2025 was ₹ 34.21 millions (previous year ₹ 38.40 millions).

(c) The Company has short term lease agreements in which there are no lock in periods. The disclosure requirement related to total commitment of short term leases is thus not applicable to the Company.

(d) The weighted average incremental borrowing rate applied to discount lease liabilities is 10 % p.a (31 March 2024: 10 % p.a.)

(e) Information about extension and termination options

Right of use assets	Number of leases	Range of remaining term	Average remaining lease term	Number of leases with extension option	Number of leases with purchase option	Number of leases with termination option
Land	5	51 - 91 Years	71 years	-	-	5.00
Buildings	4	9-27 months	18 months	-	-	4.00
Vehicles	15	6- 53 months	23 months	-	-	15.00

(f) There are no leases which are yet to commence as on 31 March 2025.

41. Contingent liabilities

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Claims against the Company not acknowledged as debts:		
- Income tax matters (1)	522.97	509.07
- Excise/ customs matters (2)	48.17	146.11
- Sales tax and Goods & service tax (GST) matters (3)	40.34	33.69
- Employee related matters (4)	0.70	3.22
- Claims by vendors (5)	-	2.05
- Others (5)	-	5.30
	612.18	**699.44**

(1) Income tax related contingent liabilities are primarily comprising of corporate tax matters and also certain transfer pricing matters.

(2) Excise related matters are primarily related to valuation of excisable goods and customs related matters are primarily related to demand of custom duty and interest for the time barred warehouse and non-fulfilment of export obligation.

(3) Sales tax and GST related matters are primarily related to suppressed turnover and GST credit availment.

(4) Employee related contingent liabilities are primarily comprising of misconduct by employees, long term absences and compensation matters.

(5) Claims by vendors and other matters are primarily related to recovery of old dues and disputed matters.

It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.

The Company does not expect any reimbursements in respect of the above contingent liabilities.

The Company is exposed to claims and legal actions arising in the ordinary course of business. The Company accrues a liability when a loss is considered probable and the amount can be reasonably estimated. In the opinion of Management, the outcome of any existing claims and legal or regulatory proceedings, if decided adversely, is not expected to have a material adverse effect on the Company's business, financial condition and results of operations based on the current position for such claims/ legal actions.

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WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

42 Capital commitments

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Property, plant and equipment (net of advances paid)	46.58	56.24
	46.58	**56.24**

43 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro, Small and Medium Enterprise Development Act, 2006 (MSMED Act, 2006) and based on the information available with the Company, the following are the details:

	Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
(a)	The principal amount remaining unpaid as at the end of year	814.35	708.40
(b)	Interest due on above principal and remaining unpaid as at the end of the year	0.03	0.46
(c)	The amount of interest paid by the buyer in terms of section 16, of the micro, small and medium enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(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 micro, small and medium enterprise development Act, 2006	29.30	33.02
(e)	The amount of interest accrued and remaining unpaid at the end of each accounting year; and	142.33	113.00
(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 Micro Small and Medium Enterprise Development Act, 2006	-	-

44 Earnings per Share

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Profit for the year as per Statement of Profit and Loss	6,878.58	1,430.55
Number of equity shares outstanding at the beginning of the year	100,000	100,000
Less: Shares reduced during the period	-	-
Number of equity shares outstanding at the end of the year	100,000	100,000
Weighted average number of equity shares in calculating basic and diluted EPS	100,000.00	100,000
Nominal value of shares (₹)	10.00	10.00
Earning per share - basic and diluted (₹)	**68,785.80**	**14,305.50**

45 Transfer pricing

The Finance Act, 2001, has introduced, with effect from assessment year 2002-03 (effective April 2001), detailed Transfer Pricing regulations (the regulations) for computing the income and expenditure from 'international transactions' between 'associated enterprises' on an 'arm's length' basis. The regulations, inter alia, also require the maintenance of prescribed documents and information, including furnishing a report from an Accountant within the due date of filing the Return of Income. For the fiscal year ended 31 March 2024, the Company had undertaken a study to comply with the regulations for which the prescribed certificate of the Accountant has been obtained and this did not envisage any tax liability.

For the fiscal year ended 31 March 2025, the Company will carry out a similar study to comply with the said regulations. In the opinion of Management, no adjustments are expected to arise based on completion of this study.

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WALKER CHANDIOK & CO LLP • CHARTERED ACCOUNTANTS •

MOTIVE

Tenneco Automotive India Private Limited
Notes to the Standalone Financial Statements for the year ended 31 March 2025
(All amounts in ₹ Millions, except share data, unless otherwise stated)

46 Ratios as per Schedule III requirements:

Ratio	Numerator	Denominator	Unit	31 March 2025	31 March 2024	% variance	Reason for variance
(a) Current ratio	Current assets	Current liabilities	Times	0.91	0.87	4%	Below 25%
(b) Debt-equity ratio	Total debt	Shareholder's equity	Times	-	-	0%	Below 25%
(c) Debt service coverage ratio	Earning for Debt Service = Net profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	Times	361.70	118.75	205%	Increase on account of gain on sale of subsidiary
(d) Return on equity ratio	Net profit after taxes for the year(including OCI) less preference dividend (if any)	Average shareholder's equity	%	93.27%	27.87%	235%	Increase on account of gain on sale of subsidiary
(e) Inventory turnover ratio	Revenue from operations	Average inventories	Times	24.70	21.06	17%	Below 25%
(f) Trade receivables turnover ratio	Net credit sales	Average trade receivables	Times	7.92	9.05	-13%	Below 25%
(g) Trade payables turnover ratio	Net credit purchases	Average trade payables	Times	4.56	4.39	4%	Below 25%
(h) Net capital turnover ratio	Net sales	Working capital	Times	(42.76)	(30.99)	38%	Increases on account of increase trade receivables
(i) Net profit ratio	Net Profit after tax	Net Sales	%	33.00%	7.68%	330%	Increase on account of gain on sale of subsidiary
(j) Return on capital employed	Earning before interest and taxes	Capital employed = Tangible net worth + Total debt - Deferred tax asset	%	82.29%	40.13%	105%	Increase on account of gain on sale of subsidiary
(k) Return on investment	Return on investment	Average investment	%	0.00%	0.00%	0%	Below 25%

Schedule III require explanation where the change in the ratio is more than 25% as compared to the preceding year. Since there are four instances where the change is more than 25%, hence explanation is given for the said ratios.

47 Additional Disclosures

a) The Company does not own any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee)

b) There are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made there under

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

d) The Company has been sanctioned a working capital limit in excess of ₹ 5 crore by banks. Pursuant to the terms of the sanction letters, the Company is not required to file any quarterly return or statement with such banks

e) The Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority

f) The Company does not have any material transactions with struck-off companies

g) The Company do not have any charges or satisfaction which is yet to be registered with Registrars of Companies (ROC) beyond the statutory period

h) The Company has not traded or invested in Crypto currency or virtual currency during the financial year

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

j) The Company has not granted loans or advances in the nature of loan to any promoters, Directors and KMPs and the related parties (As per Companies Act, 2013), which are repayable on demand or without specifying any terms or period of repayments

k) The Company has not taken loans or advances in the nature of loan from any promoters, Directors, KMPs and the related parties (As per Companies Act, 2013) , which are repayable on demand or without specifying any terms or period of repayments

l) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the companies act, 2013 read with the companies (restriction on number of layers) rule, 2017

m) 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
(1) 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
(2) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

n) The Company have 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
(1) 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
(2) received any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

o) As per the MCA notification dated 05 August 2022, the Central Government has notified the Companies (Accounts) Fourth Amendment Rules, 2022. As per the amended rules, the Companies are required to maintain back-up on daily basis of such books of account and other relevant books and papers maintained in electronic mode that should be accessible in ndia at all the time. Also, the Companies are required to create backup of accounts on servers physically located in India on a daily basis. The books of account along with other relevant records and papers of the Company are maintained in electronic mode. These are readily accessible in India at all times however backup is not maintained in India.

48 Audit Trail

The Ministry of Corporate Affairs (MCA) has prescribed a requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled and preserved for the record retention.

The Company use an accounting software to maintain its books of account, which has a feature of recording audit trail (edit log) facility. The audit trail feature at the application level was enabled and operating throughout the year. However, the Company has not enabled the feature of recording audit trail (edit log) at the database level for the said accounting software to log any direct data changes. Furthermore, the audit trail has been preserved by the Company as per the statutory requirements for record retention where audit trail is enabled.

49 The Indian Parliament has approved the Code on Social Security, 2020 which could have a likely impact on the contributions made by the Company towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on 13 November 2020 and has invited suggestions from stakeholders which are under active consideration by the Ministry. The effective date from which the Code and applicable Rules shall be applicable is yet to be notified. The Company shall assess and evaluate the likely financial impact once the subject rules are notified and become effective.

50 The Company received certain whistleblower complaints during the year and subsequent to year end, alleging certain financial irregularities. Based on the available information and facts, including preliminary assessment, management has not identified any matters that would require adjustments to the amounts reported in these standalone financial statements. Further, Management has engaged an independent third-party forensic specialist to investigate a whistleblower complaint received during the year. As of the reporting date, the investigation is ongoing and management is confident that this matter is not expected to have any material impact on the accompanying financial statements. Consequently, no adjustment is required to be made to the financial statements for the year ended 31 March 2025. Management will take appropriate actions based on the findings of the final investigation.

51 Previous year numbers have been regrouped/ reclassified, wherever considered necessary.

52 Rounding-off

Amounts mentioned as "0.00" in the financial statements denote amounts rounded off being less than ₹ 0.01 million.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration Number: 001076N/N500013

Ankit Mehra
Partner
Membership Number: 507429
Place: Gurugram
Date: 26 June 2025

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 26 June 2025

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 26 June 2025

Priya Nimje
Company Secretary
Place: Pune
Date: 26 June 2025

Tenneco Automotive India Private Limited
Consolidated Balance Sheet as at 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

Particulars	Notes	Amount as at 31 March 2025	Amount as at 31 March 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3	2,066.96	2,329.57
Capital work-in-progress	3	163.92	118.30
Right-of-use assets	3	176.48	263.09
Intangible assets	4	5.69	7.67
Financial assets			
- Investments	11	3.29	8.89
- Loans	5	2.33	2.58
- Other financial assets	6	8,339.63	33.26
Deferred tax assets (net)	7	84.83	69.18
Income-tax assets (net)	8	116.76	190.48
Other non-current assets	9	47.71	61.22
		11,007.60	**3,084.24**
Current assets			
Inventories	10	854.93	1,830.59
Financial assets			
- Trade receivables	12	3,192.82	2,865.96
- Cash and cash equivalents	13(a)	627.05	1,511.24
- Bank balances other than cash and cash equivalents	13(b)	0.50	0.50
- Loans	5	3.69	209.29
- Other financial assets	6	0.13	17.78
Other current assets	14	61.22	145.61
Total current assets excluding assets classified as held for sale		**4,740.34**	**6,580.97**
Assets classified as held for sale	34	8.70	-
Total current assets		**4,749.04**	**6,580.97**
Total Assets		**15,756.64**	**9,665.21**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	1.00	1.00
Other equity	16	10,222.90	3,116.77
		10,223.90	**3,117.77**
Liabilities			
Non-current liabilities			
Financial liabilities			
- Lease liabilities	17	14.28	76.29
Provisions	18	41.94	37.93
Other non-current liabilities	19	241.43	176.64
		297.65	**290.86**
Current liabilities			
Financial liabilities			
- Lease liabilities	17	21.52	63.99
- Vendor bill financing	20	503.44	481.32
- Trade payables			
- total outstanding dues of micro enterprises and small enterprises	21	814.35	898.36
- total outstanding dues of creditors other than micro enterprises and small enterprises	21	2,396.49	3,311.03
- Other financial liabilities	22	140.63	657.89
Other current liabilities	23	193.88	495.66
Provisions	18	263.69	255.49
Current tax liabilities (net)	24	892.39	92.84
Total current liabilities excluding liabilities relating to assets held for sale		**5,226.39**	**6,256.58**
Liabilities relating to assets classified as held for sale	34	8.70	-
Total current liabilities		**5,235.09**	**6,256.58**
Total Equity and Liabilities		**15,756.64**	**9,665.21**

The above Consolidated Balance Sheet should be read in conjunction with the accompanying notes
This is the Consolidated Balance Sheet referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration Number: 001076N/N500013

Ankit Mehra Digitally signed by Ankit Mehra Date: 2025.12.01 19:04:13 +05'30'

Ankit Mehra
Partner
Membership Number: 507429
Place: Gurugram
Date: 01 December 2025

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited

RISHINARADAM ANGALAM CHIDAMBARAM SUBRAMANIAM

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 01 December 2025

PRAVEEN KUMAR SINGH Digitally signed by PRAVEEN KUMAR SINGH Date: 2025.12.01 17:45:56 +05'30'

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 01 December 2025

PRIYA NIMJE Digitally signed by PRIYA NIMJE Date: 2025.12.01 16:36:46 +05'30'

Priya Nimje
Company Secretary
Membership Number:
Place: Pune
Date: 01 December 2025

Tenneco Automotive India Private Limited
Consolidated Statement of Profit and Loss for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2025	For the year ended 31 March 2024
Income			
Revenue from operations	25	20,781.61	18,645.05
Other income	26	48.29	46.20
Total Income		**20,829.90**	**18,691.25**
Expenses			
Cost of materials consumed	27	14,356.62	12,724.14
Change in inventories of finished goods and work-in-progress	28	(38.61)	163.51
Employee benefits expense	29	1,344.86	1,268.11
Finance costs	30	49.77	40.19
Depreciation and amortisation expense	31	385.25	374.76
Other expenses	32	2,448.80	2,862.85
Total Expenses		**18,546.69**	**17,433.56**
Profit before exceptional items and tax from continuing operations		**2,283.21**	**1,257.69**
Exceptional items	45	6,738.48	-
Profit before tax from continuing operations		**9,021.69**	**1,257.69**
Income tax expense			
- Current tax	33	1,441.50	333.07
- Tax pertaining to earlier years	33	6.94	4.40
- Deferred tax	33	(33.46)	5.45
Total income tax expense		**1,414.98**	**342.92**
Profit for the year from continuing operations		**7,606.71**	**914.77**
Discontinued operations			
Profit before tax for the year from discontinued operations	45	930.92	916.71
Tax expense on discontinued operations	45	249.75	240.86
Profit for the year from discontinued operations		**681.17**	**675.85**
Profit for the year		**8,287.88**	**1,590.62**
Other comprehensive income for the year			
Items that will not be reclassified to profit or loss			
- Remeasurements of the post employment defined benefit obligations loss/(gain)		40.65	(9.36)
- Income tax effect		(10.23)	2.36
Other comprehensive loss from discontinued operations (net of tax)		1.92	1.77
Total other comprehensive loss/(income) for the year		**32.34**	**(5.23)**
Total comprehensive income for the year		**8,255.54**	**1,595.85**
Earnings per equity share (of ₹ 10 each) from continuing operations			
Basic and diluted earnings per share (₹) :	43	76,067.08	9,147.66
Earnings per equity share (of ₹ 10 each) from discontinued operations	43	6,811.67	6,758.54
Basic and diluted earnings per share (₹) :			
Earnings per equity share (of ₹ 10 each) from continuing and discontinued operations	43	82,878.75	15,906.20
Basic and diluted earnings per share (₹) :			

The above Consolidated Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Consolidated Statement of Profit and Loss referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration Number: 001076N/N500013

Ankit Mehra
Digitally signed by Ankit Mehra
Date: 2025.12.01 19:04:51 +05'30'

Ankit Mehra
Partner
Membership Number: 507429
Place: Gurugram
Date: 01 December 2025

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited

RISHINARADAMANGALAM CHIDAMBARAM SUBRAMANIAM
Digitally signed by RISHINARADAMANGALAM CHIDAMBARAM SUBRAMANIAM
Date: 2025.12.01 17:54:53 +05'30'

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 01 December 2025

PRAVEEN KUMAR SINGH
Digitally signed by PRAVEEN KUMAR SINGH
Date: 2025.12.01 17:43:52 +05'30'

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 01 December 2025

PRIYA NIMJE
Digitally signed by PRIYA NIMJE
Date: 2025.12.01 16:37:26 +05'30'

Priya Nimje
Company Secretary
Membership Number:
Place: Pune
Date: 01 December 2025

Tenneco Automotive India Private Limited
Consolidated Statement of Cash Flows for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

Particulars	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Cash flow from operating activities		
Profit before tax from continuing operations	9,021.70	1,257.69
Profit before tax from discontinued operations	930.92	916.71
Total profit before tax	9,952.62	2,174.40
Adjustments for:		
Depreciation and amortisation expense	465.85	450.32
Written-back/provision for doubtful advances to supplier	(5.41)	4.19
Provision for expected credit loss	6.43	14.76
Liability no longer required written-back	(10.46)	(0.10)
Provision for warranty expenses	60.51	13.84
Interest income on fixed deposits with banks	(21.95)	(46.30)
Interest income from financial assets	(20.72)	(0.30)
Unwinding of discount on security deposits	-	(2.80)
Interest income from loans to related parties	-	(20.30)
Interest income from income tax asset	(3.51)	-
Finance cost	66.67	60.60
Loss on disposal of property, plant and equipment	2.75	0.38
Unrealised foreign exchange loss	4.08	5.18
Gain on retirement of right-of-use assets	-	(0.62)
Exceptional item (gain on sale of subsidiary)	(6,738.48)	-
Operating profit before working capital changes	**3,758.38**	**2,653.25**
Movements in working capital		
(Increase)/decrease in assets		
- trade receivables	(1,677.01)	(690.96)
- inventories	(393.98)	(41.81)
- other current and non-current financial assets	(8,311.37)	2.55
- current and non-current loans	6.94	(0.27)
- other current and non-current assets	60.84	(47.65)
Increase/(decrease) in liabilities		
- trade payables	432.81	768.54
- current and non-current provisions	(35.14)	(58.37)
- other current financial liabilities including vendor bill financing	(181.33)	128.23
- other current and non-current liabilities	(103.31)	257.98
Cash (used in)/generated from operations post working capital changes	**(6,443.17)**	**2,971.49**
Income taxes paid (net)	(827.38)	(586.39)
Net cash outflow/inflow operating activities (A)	**(7,270.55)**	**2,385.10**
Cash flows from investing activities:		
Purchase of property, plant and equipment (including capital work-in progress)	(335.25)	(410.47)
Proceeds from sale of property, plant and equipment	3.40	0.85
Purchase of investment	(3.10)	-
Inter corporate deposit given	(30.00)	-
Inter corporate deposit received back	105.00	-
Movement in other bank balances (net)	0.97	5.32
Proceeds from sale of subsidiaries, net of cash disposed off	7,860.49	-
Interest received	24.95	66.65
Net cash inflow/(outflow) from investing activities (B)	**7,626.55**	**(337.65)**
Cash flows from financing activities:		
Repayment of short term borrowings	-	(8.62)
Repayment of lease liabilities	(87.04)	(81.63)
Interest paid	(3.74)	(6.26)
Dividend Paid	(1,149.41)	(2,653.20)
Net (outflow) from financing activities (C)	**(1,240.19)**	**(2,749.71)**
Net (decrease) in cash and cash equivalents (A)+(B)+(C)	**(884.19)**	**(702.26)**
Cash and cash equivalents at the beginning of the financial year	1,511.24	2,213.50
Cash and cash equivalents at end of the year	**627.05**	**1,511.24**
Reconciliation of cash and cash equivalents as per the statement of cash flows:		
Cash and cash equivalents as per above comprise of the following:		
Cash and cash equivalents	627.05	1,511.24
Balances per statement of cash flows	**627.05**	**1,511.24**

The above Consolidated Cash Flow Statement should be read in conjunction with the accompanying notes.
This is the Consolidated Cash Flow Statement referred to in our report of even date.
The Consolidated Cash Flow Statement have been prepared under the indirect method as set out in Ind AS 7, 'Statement of Cash Flows'.
Refer note 13(c) for movement of liabilities arising from financing activities

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration Number: 001076N/N500013

Ankit Mehra
Digitally signed by Ankit Mehra
Date: 2025.12.01 19:05:16 +05'30'

Ankit Mehra
Partner
Membership Number: 507429
Place: Gurugram
Date: 01 December 2025

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited

RISHINARADAMANGALAM CHIDAMBARAM SUBRAMANIAM

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 01 December 2025

PRAVEEN KUMAR SINGH
Digitally signed by PRAVEEN KUMAR SINGH
Date: 2025.12.01 17:44:36 +05'30'

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 01 December 2025

PRIYA NIMJE
Digitally signed by PRIYA NIMJE
Date: 2025.12.01 16:37:44 +05'30'

Priya Nimje
Company Secretary
Membership Number:
Place: Pune
Date: 01 December 2025

Tenneco Automotive India Private Limited
Consolidated Statement of Changes in Equity for the year ended 31 March 2025
(All amounts in ₹ Millions, unless otherwise stated)

A. Equity share capital*

Particulars	Balance as at 01 April 2023	Change in equity share capital during the year	Balance as at 31 March 2024	Change in equity share capital during the year	Balance as at 31 March 2025
Equity share capital	1.00	-	1.00	-	1.00

*Face value of equity shares as at 31 March 2025 of ₹10 each (31 March 2024: ₹10 each)

B. Other equity**

Particulars	Capital Reserve	Capital Redemption Reserve	Securities Premium Reserve	Retained Earnings	Total
Balance as at 1 April 2023	(1,731.90)	0.65	6.02	5,899.35	**4,174.12**
Profit for the year	-	-	-	1,590.62	**1,590.62**
Other comprehensive income	-	-	-	5.23	**5.23**
Total comprehensive income for the year	**(1,731.90)**	**0.65**	**6.02**	**7,495.20**	**5,769.97**
Dividend paid during the year	-	-	-	(2,653.20)	**(2,653.20)**
Balance as at 31 March 2024	**(1,731.90)**	**0.65**	**6.02**	**4,842.00**	**3,116.77**
Profit for the year	-	-	-	**8,287.88**	**8,287.88**
Other comprehensive income		-	-	**(32.34)**	**(32.34)**
Total comprehensive income for the year	**(1,731.90)**	**0.65**	**6.02**	**13,097.54**	**11,372.31**
Dividend paid during the year	-	-	-	(1,149.41)	**(1,149.41)**
Balance as at 31 March 2025	**(1,731.90)**	**0.65**	**6.02**	**11,948.13**	**10,222.90**

**Refer note 16 for nature and purpose of other equity

The above Consolidated Statement of Changes in Equity should be read in conjunction the accompanying notes.

This is the Consolidated Statement of changes in equity referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration Number: 001076N/N500013

Ankit Mehra
Digitally signed by Ankit Mehra
Date: 2025.12.01 19:06:27 +05'30'

Ankit Mehra
Partner
Membership Number: 507429
Place: Gurugram
Date: 01 December 2025

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited

RISHINARADAMANGALAM CHIDAMBARAM SUBRAMANIAM
Digitally signed by RISHINARADAMANGALAM CHIDAMBARAM SUBRAMANIAM
Date: 2025.12.01 17:57:16 +05'30'

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 01 December 2025

PRAVEEN KUMAR SINGH
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Date: 2025.12.01 17:45:05 +05'30'

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 01 December 2025

PRIYA NIMJE
Digitally signed by PRIYA NIMJE
Date: 2025.12.01 16:38:09 +05'30'

Priya Nimje
Company Secretary
Membership Number:
Place: Pune
Date: 01 December 2025

1 Corporate Information

Tenneco Automotive India Private Limited (the "Holding Company/TAIPL") was incorporated as a Private Limited Company on 12 January 1998 under the Companies Act, 1956. The Holding Company was formed by Tenneco Inc., USA (the Ultimate holding company) to manufacture, distribute and/ or otherwise deal in automobile parts and components and other related activities including establishment of a comprehensive research and development centre. Pursuant to a Scheme of amalgamation as per the order of Honourable Madras High Court dated 9 July 2010, Tenneco RC India Private Limited (TRCIPL), Tenneco Exhaust India Private Limited (TEIPL), Tenneco India Engineering and Shared Services Private Limited (TIESS) and Renowned Auto Products Mfrs Private Limited (RAPS) were amalgamated with the Company effective from April 1, 2008. The Holding Company is engaged in the manufacture of shock absorbers and struts. The Holding Company's registered office is located at 122, Sipcot Industrial Complex, Hosur, Tamil Nadu, India, 635126.

During the year, the Holding Company entered share swap agreement vide dated 25 March 2025, amongst the erstwhile holding company, Tenneco Mauritius Holdings Limited, Tenneco Mauritius Limited and Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited) ("Clean Air"), pursuant to which 92,804 equity shares of the Holding Company having a face value of INR 10 (Indian Rupees Ten) each are to be transferred by Tenneco Mauritius Holdings Limited to Clean Air; and remaining 7,196 (Seven Thousand One Hundred and Ninety Six) equity shares of the Holding Company having a face value of INR 10 (Indian Rupees Ten) each are to be transferred by Tenneco Mauritius Limited to Clean Air.As a result of these transfers, Clean Air becomes the immediate Holding Company of the TAIPL.

Motocare India Private Limited (Motocare) (erstwhile subsidiary) is incorporated on 12 February 2015 . Motocare is involved in trading and kitting (assembly) of automobile components. Motocare's registered office is located at Gurugram, Haryana and it has kitting facility at Palwal, Haryana. During the year ended 31 March 2025, the Holding Company has transferred its 2,06,64,039 equity share in Motocare to Federal-Mogul Motorparts India Limited (fellow subsidiary/FMMP"). The transaction was completed on 24 March 2025 ('Transaction date'), pursuant to which Motocare ceased to be a subsidiary of the Holding Company.

The Consolidated financial statements comprise financial statement of Tenneco Automotive India Private Limited and its subsidiary (collectively the "Group" or the "Company").

2 Summary of material accounting policy information

2.1 a) Basis of Preparation

The Consolidated Financial Statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 ("the Act") read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time. Presentation requirements of Division II of Schedule III to the Companies Act, 2013, "as amended", as applicable to the Consolidated Financial Statements have been followed.

The Consolidated Financial Statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the consolidated financial statements. The Consolidated Financial Statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

• Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).
• Defined benefit plans – plan assets measured at fair value.

(b) Basis of consolidation

Subsidiary is the entity over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases. Profit/(loss) and other comprehensive income ('OCI') of subsidiary acquired or disposed of during the period are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable.

The Group combines the consolidated financial statements of the holding and its subsidiary line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiary have been changed where necessary to ensure consistency with the policies adopted by the Group.

Loss of Control: -
A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.
If the Group loses control over a subsidiary, it:
(i)Derecognises the assets (including goodwill) and liabilities of the subsidiary.
(ii)Derecognises the carrying amount of any non-controlling interests.
(iii)Derecognises the cumulative translation differences recorded in equity.
(iv)Recognises the fair value of the consideration received.
(v)Reclassifies the parent's share of components previously recognised in other comprehensive income to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.
(vi)Recognises the fair value of any investment retained.
(vii)Recognises any surplus or deficit in profit or loss.

2.2 Material accounting policies

a) Current versus non-current classification

Based on the time involved between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Holding Company has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the balance sheet.

b) Property, plant and equipment

Recognition and initial measurement

Property, plant and equipment are stated at their cost of acquisition. The cost comprises the purchase price, borrowing cost (if capitalisation criteria are met) and any attributable costs of bringing the asset to its working condition for its intended use. Any trade discount and rebates are deducted in arriving at the purchase price. 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 attributable to such subsequent cost associated with the item will flow to the Holding Company. All other repair and maintenance costs are recognised in statement of profit or loss as incurred. In case an item of property, plant and equipment is acquired on deferred payment basis, interest expenses included in deferred payment is recognised as interest expense and not included in cost of asset.

Subsequent measurement (depreciation and useful lives)

Depreciation on property, plant and equipment is provided on the straight-line method prescribed under Schedule II of the Act, computed on the basis of useful lives prescribed under Schedule II of the Act or technical evaluation of the property, plant and equipment by the management and/or technical expert which are mentioned below:

Category	Management estimated Useful Life (in years)	Useful Life as per schedule II (in years)
Buildings (on leasehold land)		
Factory buildings	30	30
Other than factory buildings*	10	30
Fences, wells, tube wells*	3	5
Temporary structures and walls*	3-5	3
Plant and machinery:		
Plant and Machinery other than continuous process plant	15	15
Continuous process plant*	25	25
Others	1-10	15
Computers*	3-5	3-6
Office equipments*	5-10	5
Furniture and fixtures	10	10
Vehicles	8	8

*The useful lives have been determined based on technical evaluation done by the management's expert which differ from those specified by Schedule II to the Companies Act; 2013, in order to reflect the actual usage of the assets.
The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.
Where, during any financial year, any addition has been made to any asset, or where any asset has been sold, discarded, demolished or destroyed, or significant components replaced; depreciation on such assets is calculated on a pro rata basis as individual assets with specific useful life from the month of such addition or, as the case may be, up to the month on which such asset has been sold, discarded, demolished or destroyed or replaced.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is de-recognised 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 when the asset is derecognised.

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c) Intangible assets

Recognition and initial measurement

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, if any.

Subsequent measurement (amortisation)

All intangible assets are accounted for using the cost model whereby capitalised costs are amortised on a straight-line basis over their estimated useful lives. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Residual values and useful lives are reviewed at each reporting date. The cost of capitalised software is amortised over a period in the range of 3-6 years from the date of its acquisition.

The amortisation period and the amortisation method for intangible assets 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.

De-recognition

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 or loss when the asset is derecognised.

d) Impairment of non-financial assets

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level.

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists then the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. Impairment losses previously recognised are accordingly reversed in the statement of profit and loss.

To determine value-in-use, management estimates expected future cash flows from each cash-generating unit and determines a suitable discount rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Holding Company's latest approved budget, adjusted as necessary to exclude the effects of future re-organisations and asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect current market assessment of the time value of money and asset-specific risk factors.

e) Inventories

Inventories are stated at lower of cost or net realisable value. The cost in respect of the various items of inventory is computed as under:

Raw materials, stores and spares and packing material	Lower of cost and net realisable value. Cost represents purchase price and other direct costs and is determined on a moving weighted average cost basis. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Goods in transit are valued at cost.
Work-in-progress/Finished Goods	Lower of cost and net realisable value. Cost for this purpose includes material, labour and appropriate allocation of overheads. Cost is determined on a weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses. Provision for obsolescence and slow-moving inventory is made based on management's best estimates of net realisable value of such inventories.

The amount of any write-down of inventories to net realisable value and all losses of inventories is recognized as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognized as a reduction in the amount of inventories recognized as an expense in the period in which the reversal occurs.

f) Foreign currency translation

Functional and presentation currency

The financial statements are presented in Indian Rupees (INR or ₹) and are rounded to two decimal places of lacs, which is also the Group's functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Holding Company at its 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 as at reporting date are recognised in 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.

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 recognised in other comprehensive income ('OCI') or profit or loss are also recognised in OCI or statement of profit and loss, respectively).

g) Right-of-use assets and lease liabilities

As a lessee

The Holding Company as a lessee

The Holding Company's leased asset classes primarily consist of leases for land and building. The Holding 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 Holding Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Holding Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Holding Company has the right to direct the use of the asset.

Recognition and initial measurement of right-of-use assets

At the date of commencement of the lease, the Holding Company recognises 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 Holding Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

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

Subsequent measurement of right-of-use asset

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.

Lease liabilities

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Holding Company changes its assessment of whether it will exercise an extension or a termination option.

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h) Fair Value of financial instrument

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 Holding 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 Holding 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 results 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 assets and liabilities that are recognized in the financial statements on a recurring basis, the Holding Company determines whether transfers have occurred between levels in the hierarchy by reassessing 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 or each case.
For the purpose of fair value disclosures, the Holding 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.

i) Revenue recognition

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. A performance obligation is a promise in a contract to transfer a distinct good (or a bundle of goods) to the customer and is the unit of account in Ind AS 115. A contract's transaction price is allocated to each distinct performance obligation and recognised as revenue, as or when, the performance obligation is satisfied. The Group recognises revenue when it transfers control of a product to a customer. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payments and excludes tax and duties collected on behalf of the government. The Group recognises revenue from the following major sources:

Revenue from sale of products

Revenue from sale of products (including scrap sales) is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. It is measured at fair value consideration received or receivable, net of returns and allowances, trade discounts and volume rebates. The Group recognises revenue when it transfers control over a product to a customer i.e. when goods are delivered at the delivery point, as per terms of the agreement, which could be either customer premises or carrier premises who will deliver goods to the customer. When payments received from customers exceed revenue recognised to date on a particular contract, any excess (a contract liability) is reported in the Balance Sheet under other current liabilities.

Satisfaction of performance obligations

The Group's revenue is derived from the single performance obligation to transfer primarily products under arrangements in which the transfer of control of the products and the fulfilment of the Group's performance obligation occur at the same time. Revenue from the sale of goods is recognised when the Group has transferred control of the goods to the buyer and the buyer obtains the benefits from the goods, the potential cash flows and the amount of revenue (the transaction price) can be measured reliably, and it is probable that the Group will collect the consideration to which it is entitled to in exchange for the goods.
Whether the customer has obtained control over the asset depends on when the goods are made available to the carrier or the buyer takes possession of the goods, depending on the delivery terms. For the Group, generally the criteria to recognise revenue has been met when its products are delivered to its customers or to a carrier who will transport the goods to its customers, this is the point in time when the Group has completed its performance obligations. Revenue is measured at the transaction price of the consideration received or receivable, the amount the Group expects to be entitled to.

Payment terms

The sale of goods is typically made under credit payment terms differing from customer to customer and ranges between 30-120 days.

Variable considerations associated with such sales

Periodically, the Group launches various volume or other rebate programs where once a certain volume or other conditions are met, it gives the customer as volume discount some portion of the amounts previously billed or paid. For such arrangements, the Group only recognises revenue for the amounts it ultimately expects to realise from the customer. The Group estimates the variable consideration for these programs using the most likely amount method or the expected value method, whichever approach best predicts the amount of the consideration based on the terms of the contract and available information and updates its estimates each reporting period.

Revenue from services

Revenue from sale of services is recognised upon rendering the services based on agreements/ arrangements with the concerned parties. For fixed price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided overtime since the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

Revenue from development of customer paid tools:

The Group incurs pre-production tooling costs related to the products developed for its customers under supply arrangements. Tooling income (net) represents amounts recovered from customers, which are in excess of development costs incurred by the Company to manufacture such tools, except to the extent when such costs incurred are not reasonably ascertainable. The Group recognizes such tooling income (net)/ tooling cost (net) when the control of the goods have passed on to the customer. When it is probable that total development costs will exceed the tooling revenue, the expected loss is recognized as an expense in the Statement of Profit and Loss in the period in which such probability occurs.

The revenue for development of tools is to be recognised over time because the Group's performance does not create asset with an alternative use to the Group since the tools are customised for each customer and the Group has a legally enforceable right to payment of fair value for performance completed to date. Tooling income (net) is deferred and recognised over the useful life of the developed tool, which is used for production as required by the customers. The useful life, generally ranging from 2 to 5 years, is evaluated by management and/or technical experts. Accordingly, the deferred portion of such income is recognised as deferred income in the Consolidated financial statements.

Export Benefits/Incentives:

Income from export incentives is recognised as and when the right to receive such an income is established and no uncertainty exists on its ultimate collection.

j) Income recognition

Interest:

Interest income on financial assets at amortised cost and financial assets at fair value through other comprehensive income (FVOCI) is calculated using the effective interest method is recognised in the statement of profit and loss as part of other income Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit impaired. For credit impaired financial assets the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

Dividends:

Dividends are received from financial assets at fair value through profit or loss and at FVOCI. Dividends are recognised as other income in profit or loss when the right to receive payment is established. This applies even if they are paid out of pre-acquisition profits, unless the dividend clearly represents a recovery of part of the cost of the investment.

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k) 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
Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially 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. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (j) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement of financial assets and financial liabilities is described below:

Classification and subsequent measurement

For the purpose of subsequent measurement, financial assets are classified into the following categories upon initial recognition:

i. **Financial assets at amortised cost** - a financial instrument is measured at amortised cost if both the following conditions are met:
• The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
• 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 method. Effective interest rate (EIR) is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial assets. The future cash flows include all other transaction costs paid or received, premiums or discounts if any, etc.

ii. **Financial assets at fair value**
Investments in equity instruments other than subsidiary - All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are generally classified as at fair value through profit and loss (FVTPL). For all other equity instruments, the Holding Company decides to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit and loss (FVTPL). The Holding Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Holding Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the other comprehensive income (OCI). There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. However, the Holding Company may transfer the cumulative gain or loss within equity. Dividends on such investments are recognised in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in profit or loss.

Derivative assets - All derivative assets are measured at fair value through profit and loss (FVTPL).

De-recognition of financial assets
A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Holding Company has transferred its rights to receive cash flows from the asset.

Reclassification of financial assets
The Holding Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Holding Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Holding Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Holding Company either begins or ceases to perform an activity that is significant to its operations. If the Holding Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Holding Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.
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 Holding Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement
After initial recognition, the financial liabilities, other than derivative liabilities, are subsequently measured at amortised cost using the effective interest method (EIR).
Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The effect of EIR amortisation is included as finance costs in the statement of profit and loss.

All derivative liabilities are measured at fair value through profit and loss (FVTPL).

De-recognition of financial liabilities
A financial liability is de-recognised 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 de-recognition 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 or 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.

l) Impairment of financial assets

All financial assets except for those at FVTPL are subject to review for impairment at each reporting date to identify whether there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets.

In accordance with Ind AS 109, the Holding Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets carried at amortised cost.

ECL is the weighted average of difference between all contractual cash flows that are due to the Holding Company in accordance with the contract and all the cash flows that the Holding Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Holding Company is required to consider –

• All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
• Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivables

i. **For debtors that are not past due** – The Holding Company applies approach required by Ind AS 109 'Financial Instruments', which requires lifetime expected credit losses to be recognised upon initial recognition of receivables. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. Lifetime expected credit losses are assessed and accounted based on company's historical counter party default rates and forecast of macro-economic factors, by dividing receivables that are not considered to be individually significant by reference to the business segment of the counter party and other shared credit risk characteristics to evaluate the expected credit loss. The expected credit loss estimate is then based on recent historical counter party default rates. The Holding Company defines default as an event when the financial asset is past due for more than 120 days. This definition is based on management's expectation of the time period beyond which if a receivable is outstanding, it is objective evidence of impairment.

ii. **For debtors considered past due** – any enhancement in the accrual done for expected credit loss on individually significant receivables is made to recognise any additional expected credit loss on amount recoverable. The Holding Company writes off trade receivables when there is objective evidence that such amounts would not be recovered. Financial assets that are written-off are still subject to enforcement activity by the Holding Company.

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Holding Company determines whether there has been a significant increase in the credit risk since initial recognition. If the credit risk has not increased significantly since initial recognition, the Holding Company measures the loss allowance at an amount equal to twelve month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Holding Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Holding Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Holding Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

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m) Post- employment and other employee benefit

Defined contribution plans

A defined contribution plan is a plan under which the Holding Company pays fixed contributions into an independent fund administered by the government, for example, contribution towards Employees' Provident Fund Scheme, Employees' State Insurance Scheme and National Pension Scheme. The Holding Company has no legal or constructive obligations to pay further contributions after its payment of the fixed contribution, which are recognised as an expense in the year that related employee services are received.

Defined benefit plans

The Gratuity and Provident Fund (Funded) are defined benefit plans. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method with actuarial valuations being carried out at each balance sheet date, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation. Gratuity fund is administered through Life Insurance Corporation of India.

Remeasurements, comprising of actuarial gains and losses, 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 other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Other employee benefits

Long-term employee benefits: Compensated absences

Liability in respect of compensated absences becoming due or expected to be availed within one year from the balance sheet date is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees. Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated based on an actuarial valuation performed by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the year in which such gains or losses are determined.

Other short-term benefits

Expense in respect of other short-term benefits is recognized on the basis of amount paid or payable for the period during which services are rendered by the employees.

Restricted Stock Units (RSUs)

The fair value of RSUs is recognised as an employee benefit expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the RSUs vested.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the Company revises its estimates of the number of RSUs that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

n) Provisions, contingent liabilities and contingent assets

Provisions are recognized only when there is a present obligation, as a result of past events and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When provisions are discounted, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Holding Company or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed.

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o) Earnings per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of 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 are adjusted for the effects of all dilutive potential equity shares.

Potential ordinary shares shall be treated as dilutive when, and only when, their conversion to ordinary shares would decrease earnings per share or increase loss per share from continuing operations.

p) Taxes

Current income-tax

Current income-tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Holding Company operates and generates taxable income.

Current income-tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in 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 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 and any unused tax credits and 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 utilized. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. The carrying amount of deferred tax assets are reviewed at each balance sheet date and derecognized to the extent it is no longer probable that sufficient future taxable profits will be available against which such deferred tax assets can be realized.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in 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.

q) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

Identification of segments:

In accordance with Ind AS 108 – Operating Segment, the operating segments used to present segment information are identified based on information reviewed by the Holding Company's management to allocate resources to the segments and assess their performance. An operating segment is a component of the Holding Company that engages in business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Holding Company's other components. Results of the operating segments are reviewed regularly by the management team which has been identified as the chief operating decision maker (CODM), to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

r) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, demand deposits with banks/corporations and short-term highly liquid investments (original maturity less than 3 months) that are readily convertible into known amount of cash and are subject to an insignificant risk of change in value.

s) Exceptional items

On certain occasions, the size, type, or incidence of an item of income or expense, pertaining to the ordinary activities of the Holding Company is such that its disclosure improves the understanding of the performance of the Holding Company. Such income or expense is classified as an exceptional item and accordingly, disclosed in the notes to the consolidated financial statements.

t) Non-current asset held for sale and discontinued operations

The Holding Company classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale 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. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal group), excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale/ distribution should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale and the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset or disposal group to be highly probable when:

• The appropriate level of management is committed to a plan to sell the asset (or disposal group),
• An active programme to locate a buyer and complete the plan has been initiated (if applicable),
• The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
• The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
• Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Property, plant and equipment and intangible are not depreciated, or amortised assets once classified as held for sale. Assets and liabilities classified as held for sale are presented separately from other items in the Standalone Balance Sheet. Discontinued 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 Consolidated Statement Profit and Loss.

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2.3 Significant management judgement in applying accounting policies and estimation uncertainty

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the related disclosures.
The actual results are likely to differ from the judgments, estimates and assumptions made by management, and will seldom equal the estimated results.
Information about significant judgments, estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses are discussed below:

Significant management judgements
Recognition of deferred tax assets - The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

Evaluation of indicators for impairment of assets - The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

Classification of leases - The Holding Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

Impairment of financial assets - At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding financial assets.

Contingent Liabilities - The Holding Company is the subject of certain legal proceedings which are pending in various jurisdictions. Due to the uncertainty inherent in such matters, it is difficult to predict the final outcome of such matters. The cases and claims against the Holding Company often raise difficult and complex factual and legal issues, which are subject to many uncertainties, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law. In the normal course of business, management consults with legal counsel and certain other experts on matters related to litigation and taxes. The Holding Company accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated.

Provision for warranties - At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Holding Company assesses the requirement of provisions against the outstanding warranties and guarantees. However, the actual future outcome may be different from this judgement.

Significant estimates
Recoverability of advances/ receivables - At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.

Useful lives of depreciable/amortisable assets - Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain software, customer relationships, IT equipment and other plant and equipment.

Defined benefit obligation (DBO) - Management's estimate of the DBO is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

2.4 Recent accounting pronouncements

(a) 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. Following are the new standards or amendments to the existing standards which are effective from 1 April 2024:

Amendments to Ind AS 116 - Lease liability in a sale and leaseback

The amendments require an entity to recognise lease liability including variable lease payments which are not linked to index or a rate in a way it does not result into gain on Right of use asset it retains.

Introduction of Ind AS 117 - Insurance Contracts

MCA notified Ind AS 117, a comprehensive standard that prescribe, recognition, measurement and disclosure requirements, to avoid diversities in practice for accounting insurance contracts and it applies to all companies i.e., to all "insurance contracts" regardless of the issuer. However, Ind AS 117 is not applicable to the entities which are insurance companies registered with IRDAI.

(b) 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. Following are the new standards or amendments to the existing standards which are effective from 1 April 2025:

Amendments to Ind AS 21 - Effects of Changes in Foreign Exchange Rates

On May 9, 2025, MCA notifies the amendments to Ind AS 21 - Effects of Changes in Foreign Exchange Rates. These amendments aim to provide clearer guidance on assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable. The amendments are effective for annual periods beginning on or after April 1, 2025. The Group is currently assessing the probable impact of these amendments on its financial statements.

The Company has reviewed the new pronouncements and based on its evaluation has determined that these amendments do not have a significant impact on the Group's Financial Statements.

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

MCA via notification dated 13 August 2025 announced amendments to Ind AS 1 "Presentation of Financial Statements", which elaborate on guidance set out in Ind AS 1 by:

• clarifying that the right to defer settlement of a liability for at least 12 months after the reporting period, a) must have substance, and b) must exist at the end of the reporting period;
• stating that management's expectations around whether they will defer settlement or not does not impact the classification of the liability;
• including requirements for liabilities that can be settled using an entity's own instruments; and
• stating that at the reporting date, the entity does not consider covenants that will need to be complied with in the future when considering the classification of the debt as current or non-current.

These amendments are effective for annual reporting periods beginning on or after 1 April 2025 and are to be applied retrospectively.
The amendments are not expected to have a material impact on the Consolidated Financial Statements in the period of initial application.

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

MCA via notification dated 13 August 2025 announced amendments to Ind AS 12 "Income Taxes" which includes:
• a temporary exception to the recognition and disclosure of deferred taxes arising from the implementation of the Pillar Two model rules; and
• additional disclosure requirements targeted at a reporting entity's exposure to income taxes in periods in which the Pillar Two Model legislation is enacted or substantively enacted but not yet in effect.

The disclosure requirements are effective for annual reporting periods beginning on or after 1 April 2025.

The amendments are not expected to have a material impact on the Consolidated Financial Statements.

Supplier Finance Arrangements - Amendments to Ind AS 7 and Ind AS 107

MCA via notification dated 13 August 2025 announced amendments to Ind AS 7 "Statement of Cash Flows" and Ind AS 107 "Financial Instruments: Disclosures" which introduced disclosure requirements with the objective to enable users of financial statements to assess how supplier finance arrangements affect an entity's liabilities, cashflows and exposure to liquidity risk.

The amendments are effective for annual reporting periods beginning on or after 1 April 2025.

The amendments are not expected to have a material impact on the Consolidated Financial Statements.

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Tenneco Automotive India Private Limited

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts in ₹ Millions, unless otherwise stated)

3(a) Property, plant and equipment, Right-of-use asset (ROU) and Capital work-in-progress:

Particulars	Leasehold Improvement	Buildings	Plant and Machinery	Computers	Office Equipments	Furniture and Fixtures	Vehicles	Total	Right-of-use asset (ROU)	Capital work-in-progress
Gross carrying amount										
Opening gross carrying amount as on 1 April 2023	4.91	672.20	3,194.89	92.71	57.82	55.50	19.47	4,097.50	494.92	74.00
Additions	1.38	8.20	329.48	20.72	7.81	0.66	4.72	372.97	69.72	344.20
Disposals/adjustment	-	(0.58)	(10.84)	(0.40)	(0.66)	(0.18)	-	(12.66)	(60.21)	(299.90)
Closing gross carrying amount as on 31 March 2024	**6.29**	**679.82**	**3,513.53**	**113.03**	**64.97**	**55.98**	**24.19**	**4,457.81**	**504.43**	**118.30**
Accumulated depreciation										
Opening accumulated depreciation as on 1 April 2023	0.43	136.35	1,500.85	45.08	40.45	27.06	10.37	1,760.59	222.01	-
Depreciation charge for the year*	1.39	29.20	312.40	19.90	3.91	6.28	2.52	375.60	71.31	-
Disposals/adjustment	-	(0.54)	(6.26)	(0.35)	(0.65)	(0.15)	-	(7.95)	(51.98)	-
Closing accumulated depreciation as on 31 March 2024	**1.82**	**165.01**	**1,806.99**	**64.63**	**43.71**	**33.19**	**12.89**	**2,128.24**	**241.34**	**-**
Net carrying amount as at 31 March 2024	**4.47**	**514.81**	**1,706.54**	**48.40**	**21.26**	**22.79**	**11.30**	**2,329.57**	**263.09**	**118.30**
Gross carrying amount										
Opening gross carrying amount as on 1 April 2024	6.29	679.82	3,513.53	113.03	64.97	55.98	24.19	4,457.81	504.43	118.30
Additions	4.90	53.46	198.95	17.98	2.18	-	8.34	285.81	44.20	300.75
Disposals/adjustment	-	(2.82)	(24.43)	-	(2.06)	-	(5.20)	(34.51)	(48.59)	(250.70)
Adjustment on account of discontinued operations (refer note 45)	(11.19)	-	(139.68)	(45.54)	(58.65)	(26.84)	(4.09)	(285.99)	(173.07)	(4.43)
Closing gross carrying amount as on 31 March 2025	**-**	**730.46**	**3,548.37**	**85.47**	**6.44**	**29.14**	**23.24**	**4,423.12**	**326.97**	**163.92**
Accumulated depreciation										
Opening accumulated depreciation as on 1 April 2024	1.82	165.01	1,806.99	64.63	43.71	33.19	12.89	2,128.24	241.34	-
Depreciation charge for the year*	4.09	29.54	326.64	21.72	4.26	5.74	2.47	394.46	67.88	-
Disposals/adjustment	-	(1.24)	(22.30)	-	(1.97)	-	(3.07)	(28.58)	(48.07)	-
Adjustment on account of discontinued operations (refer note 45)	(5.91)	-	(40.20)	(30.17)	(43.01)	(17.03)	(1.64)	(137.96)	(110.66)	-
Closing accumulated depreciation as on 31 March 2025	**-**	**193.31**	**2,071.13**	**56.18**	**2.99**	**21.90**	**10.65**	**2,356.16**	**150.49**	**-**
Net carrying amount as at 31 March 2025	**-**	**537.15**	**1,477.24**	**29.29**	**3.45**	**7.24**	**12.59**	**2,066.96**	**176.48**	**163.92**

* The depreciation charge for the year includes depreciation expense of Motocare India Private Limited which is classified as discontinued operation (refer note 45).

3(b) Capital work-in-progress

For capital work-in-progress (CWIP), following is the ageing schedule:

As at 31 March 2025	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	161.17	2.47	-	-	163.64
Project temporarily suspended	-	-	-	0.28	0.28

As at 31 March 2024	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	108.79	9.23	-	-	118.02
Project temporarily suspended	-	-	0.28	-	0.28

There are no capital work-in-progress, whose completions is overdue or has exceeded its cost compared to its original plans.

Notes:

1. Refer note 42 for disclosure of contractual commitments for the acquisition of property, plant and equipment.
2. Refer note 40 for disclosure of right of use assets
3. There is no property, plant and equipment which are pledged or under lien.

4 Intangible assets

Particulars	Computer Software	Total
Gross carrying amount		
Opening gross carrying amount as on 1 April 2023	**35.08**	**35.08**
Additions	4.78	**4.78**
Disposals	(0.18)	**(0.18)**
Closing gross carrying amount as on 31 March 2024	**39.68**	**39.68**
Accumulated amortisation		
Opening accumulated amortisation as on 1 April 2023	**28.77**	**28.77**
Amortisation charge for the year*	3.42	**3.42**
Disposals	(0.18)	**(0.18)**
Closing accumulated amortisation as on 31 March 2024	**32.01**	**32.01**
Net carrying amount as at 31 March 2024	**7.67**	**7.67**
Gross carrying amount		
Opening gross carrying amount as on 1 April 2024	**39.68**	**39.68**
Additions	2.27	**2.27**
Disposals	-	-
Adjustment on account of discontinued operations (refer note 45)	(23.05)	**(23.05)**
Closing gross carrying amount as on 31 March 2025	**18.90**	**18.90**
Accumulated amortisation		
Opening accumulated amortisation as on 1 April 2024	**32.01**	**32.01**
Amortisation charge for the year*	3.51	**3.51**
Disposals	-	-
Adjustment on account of discontinued operations (refer note 45)	(22.31)	**(22.31)**
Closing accumulated amortisation as on 31 March 2025	**13.21**	**13.21**
Net carrying amount as at 31 March 2025	**5.69**	**5.69**

* The amortisation charge for the year includes depreciation expense of Motocare India Private Limited which is classified as discontinued operation (refer note 45).

Notes:

1. Refer note 42 for disclosure of contractual commitments for the acquisition of intangible assets.
2. There is no intangible assets which are pledged or under lien.

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5 Loans

Particulars	Non Current		Current	
	Amount as at 31 March 2025	Amount as at 31 March 2024	Amount as at 31 March 2025	Amount as at 31 March 2024
Unsecured, considered good				
Loans to related parties (refer note below)	-	-	-	200.00
Loan to employees	2.33	2.58	3.69	9.29
	2.33	**2.58**	**3.69**	**209.29**

Note:

Loans to related parties (unsecured) - Disclosure as per Section 186(4) of Companies Act, 2013:

Name of the related party	Interest rate p.a	Tenure of loan	Purpose of loan	Repayment frequency	Amount as at 31 March 2025	Amount as at 31 March 2024
Federal-Mogul Motorparts (India) Limited	8.75% to 10.06%	1 year	Business purpose (working capital)	Full repayment at the end of maturity date	-	200.00

Note - The Company does not have loans which are either credit impaired or where there is significant increase in credit risk.
Refer note 35 for disclosure of fair values in respect of financial assets

6 Other financial assets

Particulars	Non Current		Current	
	Amount as at 31 March 2025	Amount as at 31 March 2024	Amount as at 31 March 2025	Amount as at 31 March 2024
Unsecured, considered good				
Receivables from related party*	8,312.20	-	-	-
Security deposits	27.43	32.23	0.13	17.78
Deposits with bank having maturity more than 12 months#	-	0.97	-	-
Interest accrued but not due on above deposits	-	0.06	-	-
	8,339.63	**33.26**	**0.13**	**17.78**

*Refer notes 45 and 37

#These deposits are pledged against the guarantees given by the Company to customers and government authorities

Refer note 35 for disclosure of fair values in respect of financial assets

7 Deferred tax assets/liabilities (net)

The balance comprises temporary difference attributable to:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Deferred tax liabilities		
Property, plant and equipment and intangible assets	32.60	44.33
Right-of-use assets	8.79	7.79
	41.39	**52.12**
Deferred tax assets		
Defined benefit obligations	45.90	44.50
Provisions	71.33	66.34
Lease liabilities	8.99	10.46
	126.22	**121.30**
Deferred tax assets (net)	**84.83**	**69.18**

Movement in deferred tax assets/liabilities	Defined benefit obligations	Depreciation and amortisation	Right-of-use assets	Total
Deferred tax liabilities				
At 01 April 2023	-	**53.37**	**10.81**	**64.18**
Charged/(credited)				
-to profit or loss	-	(7.90)	(2.20)	(10.10)
-to other comprehensive income	-	-	-	-
- Adjustment on account of discontinued operations (refer note 45)	-	(1.14)	(0.82)	(1.96)
At 31 March 2024	-	**44.33**	**7.79**	**52.12**
Charged/(credited)				
-to profit or loss	-	(13.05)	0.02	(13.03)
-to other comprehensive income	-	-	-	-
- Adjustment on account of discontinued operations (refer note 45)	-	1.32	0.98	2.30
At 31 March 2025	-	**32.60**	**8.79**	**41.39**
	Defined benefit obligations	**Provisions**	**Lease liabilities**	**Total**
Deferred tax assets				
At 01 April 2023	**40.04**	**71.04**	**12.30**	**123.38**
Credited/(charged)				
-to profit or loss	(11.50)	(4.70)	(1.84)	(18.04)
-to other comprehensive income	2.36	-	-	2.36
- Adjustment on account of discontinued operations (refer note 45)	13.60	-	-	13.60
At 31 March 2024	**44.50**	**66.34**	**10.46**	**121.30**
Credited/(charged)				-
-to profit or loss	7.27	14.65	(1.50)	20.42
-to other comprehensive income	10.23	-	-	10.23
- Adjustment on account of discontinued operations (refer note 45)	(16.10)	(9.66)	0.03	(25.73)
At 31 March 2025	**45.90**	**71.33**	**8.99**	**126.22**

8 Income tax assets (net)

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Income tax assets(net)	116.76	190.48
	116.76	**190.48**

9 Other non-current assets

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Capital advances - considered good	17.82	41.49
Prepaid expenses	1.94	1.03
Corporate social responsibility (CSR) - excess spent*	27.95	17.32
Other advances	-	1.38
	47.71	**61.22**

* Refer note no. 32(b) for Corporate Social Responsibility (CSR).

10 Inventories (valued at lower of cost or net realisable value)

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Raw materials [includes stock in transit ₹ 51.60 million (previous year: ₹ 99.20 million)]	453.00	1,051.38
Work-in-progress	136.96	146.21
Finished goods [includes stock in transit ₹ 50.29 million (previous year: ₹ 43.60 million)]	175.44	310.73
Stores and spares	84.37	77.87
Packing materials	5.16	5.33
Traded goods [includes stock in transit nil (previous year: ₹ 0.7 million)]	-	239.07
	854.93	**1,830.59**

Note: The above inventory is net off of the provision for obsolete and excess made in accordance with the policy of the Holding Company amounting to ₹ 71.06 million (previous year ₹ 46.50 million).

11 Investment

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Non-Current:		
Investment at fair value through profit or loss		
(i) Investment in equity shares of other entity, unquoted		
Nil equity shares (31 March 2024: 869,900) fully paid of ₹ 10 each in Maple Renewable Power Private Limited^	-	8.70
(ii) Investment in equity shares of other entity, unquoted		
3,545 equity shares (31 March 2024: 3,545) fully paid of ₹ 53.03 each in Caparo Power Limited	0.19	0.19
(iii) Investment in equity shares of other entity, unquoted		
62,000 equity shares (31 March 2024:Nil) fully paid of ₹ 10 each in Yash Metal Resources Private Limited	3.10	-
	3.29	**8.89**
Aggregate amount of unquoted investments	**3.29**	**8.89**
Aggregate amount of impairment in the value of investments	-	-

^ Refer note 34 for assets classified as held for sale
Refer note 35 for disclosure of fair values in respect of financial assets

12 Trade receivables

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Trade receivables- considered good, secured	0.76	0.86
Trade receivables- considered good, unsecured	2,817.18	2,744.44
Trade receivables from related parties- considered good, unsecured	374.88	120.66
Trade receivables- significant increase in credit risk, unsecured	39.79	42.66
Trade receivables - credit impaired	-	0.30
	3,232.61	2,908.92
Less: allowances for expected credit losses	(39.79)	(42.66)
Less: trade receivables - credit impaired	-	(0.30)
Total receivables	**3,192.82**	**2,865.96**

Refer note 37 for related party balances.
Refer note 35 for disclosure of fair values in respect of financial assets

Trade receivables ageing schedule as at 31 March 2025

Particulars	Outstanding for following periods from due date of payment						
	Not due	0 - 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - considered good	2,441.04	751.78	-	-	-	-	**3,192.82**
(ii) Undisputed trade receivables - which have significant increase in credit risk	10.53	18.60	8.14	1.68	0.84	-	**39.79**
(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	**2,451.57**	**770.38**	**8.14**	**1.68**	**0.84**	-	**3,232.61**
Less: Allowances for expected credit losses							**(39.79)**
Total							**3,192.82**

Trade receivables ageing schedule as at 31 March 2024

Particulars	Outstanding for following periods from due date of payment						
	Not due	0 - 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - considered good	2,256.50	562.38	47.08	-	-	-	**2,865.96**
(ii) Undisputed trade receivables - which have significant increase in credit risk	4.88	14.81	13.12	9.85	-	-	**42.66**
(iii) Undisputed trade receivables - credit impaired	-	-	-	0.24	0.06	-	**0.30**
(iv) Disputed trade receivables - considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
Total	**2,261.38**	**577.19**	**60.20**	**10.09**	**0.06**	**-**	**2,908.92**
Less: Allowances for expected credit losses							**(42.96)**
Total							**2,865.96**

13 Cash and cash equivalents

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
a) Cash and cash equivalents		
Balances with scheduled banks:		
-On current accounts	627.05	1,511.24
	627.05	**1,511.24**
b) Bank balances other than cash and cash equivalents		
Deposits with original maturity more than 3 months but less than 12 months*	0.50	0.50
	0.50	**0.50**

Refer note 35 for disclosure of fair values in respect of financial assets
*INR 0.50 millions (31 March 2024: ₹ 0.50 millions) is under lien with banks

c) Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities (except dividend paid):

Particulars	Lease liabilities	Short term borrowings
Opening Balance as on 1 April 2023	146.76	8.60
Non cash changes due to		
- Recognition of liabilities	69.79	-
- Interest expense	14.21	-
- Deletion/adjustment of liabilities	(8.84)	(8.60)
Cash flows during the year due to		
- Repayment of liabilities	(81.63)	-
Closing Balance as on 31 March 2024	**140.29**	**-**
Non cash changes due to		
Adjustment on account of loss of control		
- Recognition of liabilities	44.10	-
- Interest expense	12.29	-
- Deletion/adjustment of liabilities	(1.41)	-
Cash flows during the year due to		
- Repayment of liabilities	(87.03)	-
- Adjustment on account of discontinued operations (refer note 45)	(72.44)	-
Closing Balance as on 31 March 2025	**35.80**	**-**

14 Other current assets

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Balances with government authorities	5.03	31.28
Prepaid expenses	30.91	50.88
Goods and Services tax recoverable *	13.74	14.19
Advance to suppliers		
-Considered good	7.10	38.34
-Considered doubtful (with significant increase in credit risk)	5.89	11.30
	12.99	**49.64**
Less: loss allowance	(5.89)	(11.30)
	7.10	**38.34**
Export incentive receivable	4.44	3.13
Other advances	-	7.79
	61.22	**145.61**

* It represents Goods and Services tax paid on finished goods in transit as at year end.

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15 Equity Share Capital

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Authorised share capital		
22,500 (previous year : 22,500) 11% Cumulative Preference Share Capital (₹ 100 each)	2.25	2.25
254,275,000 (previous year: 254,275,000) Equity Share Capital (₹ 10 each)	2,542.75	2,542.75
	2,545.00	**2,545.00**
Issued share capital		
100,000 (previous year : 100,000) equity Share Capital (₹ 10 each)	1.00	1.00
	1.00	**1.00**

(a) Movements in share capital

Particulars	Number of shares	Amount
As at 01 April 2023	1,00,000	1.00
Movement during the year	-	-
As at 31 March 2024	1,00,000	1.00
Movement during the year	-	-
As at 31 March 2025	**1,00,000**	**1.00**

(b) Right/restriction attached to equity shares and 11% cumulative preference shares.

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 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 Holding Company after distribution of all preferential amounts, in proportion to their shareholding.

Preference Shares: The authorised share capital includes 22,500 (actual number of shares), 11% Cumulative preference shares of ₹100 each which are not yet issued.

(c) Shares held by Holding/ Ultimate Holding Company and/or their subsidiaries:

Name of the shareholders*	As at 31 March 2025		As at 31 March 2024	
	Number	% holding	Number	% holding
Equity Shares of ₹ 10/- each held by:				
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited), the Holding Company	99,999	100%	-	-
Tenneco Mauritius Holdings Limited, Mauritius, (Intermediate Holding Company)	-	-	92,804	93%
Tenneco Mauritius Limited, Mauritius, a fellow subsidiary	1	0%	7,196	7%
	1,00,000	**100%**	**1,00,000.00**	**100%**

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

Name of the shareholders*	As at 31 March 2025		As at 31 March 2024	
	Number	% holding	Number	% holding
Equity Shares of ₹ 10/- each held by:				
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited), the Holding Company	99,999	100%	-	-
Tenneco Mauritius Holdings Limited, Mauritius, (Intermediate Holding Company)	-	-	92,804	93%
Tenneco Mauritius Limited, Mauritius, a fellow subsidiary	1	0%	7,196	7%

*The above information is furnished as per the shareholder register at the year end.

(e) Details of shares held by promoters of the Company:

Name of the promoter	31 March 2025			31 March 2024		
	Number of shares	% of total Shares	Changes during the year	Number of shares	% of total Shares	Changes during the year
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited), the Holding Company	99,999	100%	100%	-	-	-
Tenneco Mauritius Holdings Limited, Mauritius, (Intermediate Holding Company)	-	-	(100%)	92,804	93%	-
Tenneco Mauritius Limited, Mauritius, a fellow subsidiary	1	0%	(100%)	7,196	7%	-
	1,00,000	**100%**		**1,00,000**	**100%**	

(f) There are no shares reserved for issue under options and contracts or commitments. Further, there are no shares that have been issued during the last 5 years pursuant to a contract without payment being received in cash, no share allotted as fully paid up by way of bonus shares or no shares bought back.

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16 Other equity

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Capital reserve	(1,731.90)	(1,731.90)
Capital redemption reserve	0.65	0.65
Securities premium reserve	6.02	6.02
Retained earnings	11,948.13	4,842.00
	10,222.90	**3,116.77**

(i) Capital reserve

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Balance as at the beginning of the year	(1,731.90)	(1,731.90)
Add: movement during the year	-	-
Balance as at the end of the year	**(1,731.90)**	**(1,731.90)**

(ii) Capital redemption reserve:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Balance as at the beginning of the year	0.65	0.65
Add: movement during the year	-	-
Balance as at the end of the year	**0.65**	**0.65**

(iii) Securities premium reserve:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Balance as at the beginning of the year	6.02	6.02
Add: movement during the year	-	-
Balance as at the end of the year	**6.02**	**6.02**

(iv) Retained Earnings:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Balance as at the beginning of the year	4,842.00	5,899.35
Add: Comprehensive income for the year	8,255.54	1,595.85
Less: Dividend paid during the year	(1,149.41)	(2,653.20)
Balance as at the end of the year	**11,948.13**	**4,842.00**

Nature and purpose of other reserves

(i) Capital reserve:

Capital reserve is attributable to merger in the prior years and due to consolidation.

(ii) Capital redemption reserve:

Capital redemption reserve is the accumulation of profit on forfeiture of preference shares.

(iii) 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 Act.

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17 Lease liabilities

Particulars	Non current		Current	
	Amount as at 31 March 2025	Amount as at 31 March 2024	Amount as at 31 March 2025	Amount as at 31 March 2024
Lease liabilities (refer note 40)	14.28	76.29	21.52	63.99
	14.28	**76.29**	**21.52**	**63.99**

Refer note 35 for disclosure of fair values in respect of financial liabilities

18 Provisions

Particulars	Non current		Current	
	Amount as at 31 March 2025	Amount as at 31 March 2024	Amount as at 31 March 2025	Amount as at 31 March 2024
Provision for warranties (refer note (a) below)	-	-	116.09	128.16
Provision for employee benefits				
Provision for compensated absences (refer note (b) below)	-	6.60	129.81	114.53
Provision for gratuity (refer note (c) below)	41.94	31.33	17.79	12.80
	41.94	**37.93**	**263.69**	**255.49**

(a) Movement in provision for warranties:

Provisions movement	Amount as at 31 March 2025	Amount as at 31 March 2024
Opening balance	128.16	172.59
Add: additional provisions made during the year	60.51	13.86
Less: utilised during the year	72.58	58.29
Closing Balance	**116.09**	**128.16**

Warranty estimates are established using historical information on the nature, frequency and average cost of warranty claims and also management estimates regarding possible future outflow on servicing the customers for any corrective action in respect of product failure.

(b) Compensated absences

The amount of provision of ₹ 129.81 millions (previous year: ₹ 114.53 millions) is presented as current, since the Holding Company does not have an unconditional right to defer settlement for any of these obligations.

The assumptions used in determining the compensated absences benefit obligation are as given below:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Financial assumptions		
Discount rate	6.50%	7.20%
Salary growth rate	10.00%	8.00%
Demographic assumptions		
Mortality rate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Disability rate	5% of Mortality Rate	5% of Mortality Rate
Withdrawal rate	7.50%	6.35%
Retirement age	58 years	58 years

(c) Gratuity (defined benefit plan)

The Holding Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Holding Company makes contributions to recognised fund in India, Life Insurance Corporation (LIC).

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
A. Change in defined benefit obligation (DBO)		
Defined benefit obligation at beginning of year	191.18	184.06
Current service cost*	21.18	15.79
Interest cost*	13.24	13.41
Benefit payments from plan assets*	(14.81)	(14.77)
Actuarial (gain)/loss*	44.33	(7.31)
Adjustment on account of discontinued operations (refer note 45)	(21.42)	-
Defined benefit obligation at the end of the year	**233.70**	**191.18**

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
B. Change in fair value of plan assets		
Fair value of plan assets at beginning of year	147.05	137.22
Interest income*	11.66	9.90
Employer contributions*	44.38	15.02
Benefit payments from plan assets*	(14.81)	(14.77)
Remeasurements - return on assets (excluding interest income)*	1.11	(0.32)
Adjustment on account of discontinued operations (refer note 45)	(15.42)	-
Fair value of plan assets at end of year	**173.97**	**147.05**

* The above balance also include balance of Motocare India Private Limited which has been disclosed as discontinued operations (refer note 45).

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Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
C. Assets and liabilities recognised in the Balance Sheet		
Present value of funded defined benefit obligation	233.70	191.18
Fair value of plan assets	173.97	147.05
Net liability arising from defined benefit obligation	**59.73**	**44.13**
Net Liability recognised in the Balance Sheet		
Current liability	17.79	12.80
Non-current liability	41.94	31.33
Total	**59.73**	**44.13**

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
D. Reconciliation of amounts in Balance Sheet		
Net defined benefit liability at beginning of the year	44.13	46.84
Defined benefit cost included in Statement of Profit and Loss*	22.76	19.30
Total remeasurements included in Other Comprehensive (Income) / Loss*	43.22	(6.99)
Employer contributions to the fund*	(44.38)	(15.02)
Adjustment on account of discontinued operations (refer note 45)	(6.00)	-
Net defined benefit liability	**59.73**	**44.13**

* The above balance also include balance of Motocare India Private Limited which has been disclosed as discontinued operations (refer note 45).

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
E. Total expense recognised in Statement of Profit & Loss Account		
Service cost		
a. Current service cost	17.93	13.39
Total service cost	**17.93**	**13.39**
Net interest cost		
a. Interest expense on defined benefit obligation	12.09	12.54
b. Interest (income) on plan assets	(10.69)	(9.16)
Total net interest cost	**1.40**	**3.38**
Defined benefit cost included in Statement of Profit and Loss	**19.33**	**16.77**
Remeasurement		
a. Actuarial (gain) / loss due to financial assumption changes in DBO	42.50	1.63
b. Actuarial (Gain) / Loss due to Experience on DBO	(0.16)	(10.85)
c. Return on Plan Assets (Excluding Interest Income)	(1.69)	(0.13)
Total actuarial (gain)/loss included in other comprehensive (loss) / income	**40.65**	**(9.35)**
Total expenses	**59.98**	**7.42**
F. Major category of plan assets as % of total plan assets		
Insurance managed funds	100%	100%
G. Expected contribution to the gratuity fund in the next year	77.62	18.26
H. Actuarial assumptions		
Financial assumptions		
Discount rate	6.50%	7.20%
Salary growth rate	10.00%	8.00%
Expected rate of return on plan assets	6.50%	7.20%
Demographic assumptions		
Mortality rate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Disability rate	5% of Mortality Rate	5% of Mortality Rate
Withdrawal rate (basis different age groups)	7.50%	6.35%
Retirement age	58 years	58 years
I. Weighted average duration of DBO (years)	8.00	5.88

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J. Maturity analysis - Expected cash flow for following years		
Within 1 year	18.36	12.80
Between 1 to 3 years	62.11	7.87
Between 3 to 5 years	26.19	9.60
Later than 5 years	163.28	40.62
K. Sensitivity analysis*		
Gratuity		
Effect on DBO due to discount rates (up by 1%)	215.34	161.09
Effect on DBO due to discount rates (down by 1%)	255.04	190.70
Effect on DBO due to salary escalation (up by 1%)	252.86	190.11
Effect on DBO due to salary escalation (down by 1%)	216.37	161.24
Effect on DBO due to withdrawal rates (up by 1%)	229.77	174.00
Effect on DBO due to withdrawal rates (down by 1%)	238.29	175.78

* Discount rate, salary escalation rate and withdrawal rate are significant actuarial assumptions. The change in the present value of Defined Benefit Obligation for a change of 100 basis points in the significant actuarial assumption is given above.

Limitation of sensitivity analysis:
The above sensitivity analysis are based on a change in an 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 the 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.

There was no change in the methods used in preparing the sensitivity analysis from prior years.

L. Risk exposure
Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such valuation of the Company is exposed to following risks -

a) **Salary increases:** Higher than expected increases in salary will increase the defined benefit obligation.

b) **Investment risk:** Since the plan is funded then assets liabilities mismatch and actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the defined benefit obligation.

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

d) **Discount rate:** The defined benefit obligation calculated uses a discount rate based on government bonds, If bond yields fall, the defined benefit obligation will tend to increase.

e) **Interest risk:** A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the value of the plan's debt investments.

f) **Mortality and disability:** If the actual deaths and disability cases are lower or higher than assumed in the valuation, it can impact the defined benefit obligation.

g) **Withdrawals:** If the actual withdrawals are higher or lower than the assumed withdrawals or there is a change in withdrawal rates at subsequent valuations, it can impact defined benefit obligation

19 Other non-current liabilities

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Deferred income (tooling contracts)	241.43	176.64
	241.43	**176.64**

20 Vendor bill financing

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Vendor bill financing	503.44	481.32
	503.44	**481.32**

Note:
Note: Vendor bill financing refers to the balances payable to the banks post suppliers discounting their invoices under supplier financing arrangements. This facility is to enable select vendors to receive early payment for their invoices directly from the bank and the Holding Company makes the payments within the due dates agreed with the supplier and there are no special guarantees to secure the payments to be made.

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21 Trade Payables

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Total outstanding dues of micro enterprises and small enterprises (refer note 44)	814.35	898.36
Total outstanding dues of creditors other than micro enterprises and small enterprises*	2,396.49	3,311.03
	3,210.84	**4,209.39**

*Refer note 37 for related party balances.
Refer note 35 for disclosure of fair values in respect of financial liabilities

Trade payable ageing schedule as at 31 March 2025

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME*	-	806.82	7.53	-	-	-	814.35
(ii) Others	549.18	1,112.78	728.83	2.93	2.31	0.46	2,396.49
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-

Trade payable ageing schedule as at 31 March 2024

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME*	-	854.62	43.25	-	-	0.49	898.36
(ii) Others	510.88	1,214.61	1,577.79	2.94	2.84	1.97	3,311.03
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act)

22 Other financial liabilities

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Capital creditors*	52.81	36.50
Employee benefits payable	74.82	74.11
Consideration payable to customers / others	-	527.73
Security deposits given to customers	-	10.85
Others**	13.00	8.70
	140.63	**657.89**

*Refer note 37 for related party balances.
**Refer note 35 for disclosure of fair values in respect of financial liabilities

23 Other current liabilities:

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Advance from customers	4.63	74.56
Deferred income (tooling contracts)	31.10	34.57
Customer security deposit	0.76	0.86
Statutory dues	157.39	361.63
Payable to related party (refer note 37)	-	7.36
Others	-	16.68
	193.88	**495.66**

24 Current tax liabilities (net)

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Current tax liabilities (net of advance tax)	892.39	92.84
	892.39	**92.84**

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25 Revenue from operations

	For the year ended 31 March 2025	For the year ended 31 March 2024
Sale of goods	20,474.33	18,288.66
Sale of services :		
Information technology enabled services	94.77	154.60
Business support service	73.06	75.72
Engineering services	79.05	71.53
	20,721.21	**18,590.51**
Other operating revenue		
Scrap sales	32.92	33.56
Export incentives	27.48	20.98
	60.40	**54.54**
	20,781.61	**18,645.05**

Reconciliation of revenue recognised with contract price:	For the year ended 31 March 2025	For the year ended 31 March 2024
Contracted price	21,073.65	19,134.87
Adjustments:		
Less: discounts, rebates, refunds and credits	292.04	489.82
Revenue from operations	**20,781.61**	**18,645.05**

26 Other income

	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest income on		
- fixed deposits with bank	0.70	35.59
- income tax refund	3.51	-
- financial assets at amortised cost	20.72	1.39
Liability no longer required written-back	8.29	-
Provision for doubtful advances to supplier written-back	5.42	-
Foreign exchange fluctuation (net)	8.99	7.73
Miscellaneous income	0.66	1.49
	48.29	**46.20**

27 Cost of materials consumed

	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening stock	1,051.38	986.59
Add : Purchases	14,357.02	12,756.84
Less: Closing stock	(453.00)	(1,051.38)
Adjustment on account of discontinued operations (refer note 45)	(598.78)	32.09
Raw materials consumption	**14,356.62**	**12,724.14**

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28 Change in inventories of finished goods, work-in-progress and traded goods

	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening stock		
Work-in-progress	146.21	155.42
Finished goods	310.73	471.79
Traded goods	239.07	91.23
Adjustment on account of discontinued operations (refer note 45)	(422.22)	(281.14)
	273.79	**437.30**
Less: Closing stock		
Work-in-progress	136.96	146.21
Finished goods	175.44	310.73
Traded goods	-	239.07
Adjustment on account of discontinued operations (refer note 45)	-	(422.22)
	312.40	**273.79**
	(38.61)	**163.51**

29 Employee benefits expense

	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries, wages and bonus	1,136.78	1,063.14
Contribution to provident and other funds [refer note (a) below]	48.08	49.01
Gratuity expense [refer note 18(c)]	19.33	16.67
Staff welfare expenses	140.67	139.29
	1,344.86	**1,268.11**
(a) Defined Contribution Plans		
Amount recognised in the Statement of Profit and Loss :		
(i) Provident fund	44.99	45.18
(ii) Employee state insurance	3.09	3.79
	48.08	**48.97**

30 Finance costs

	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest on lease liability	4.24	4.46
Interest on delayed payment of tax	14.69	1.84
Other interests	30.84	33.89
	49.77	**40.19**

31 Depreciation and amortisation expense

	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation on property, plant and equipment (refer note 3)	366.55	354.66
Depreciation on right-of-use assets (refer note 3)	16.13	18.76
Amortisation of intangible assets (refer note 4)	2.57	1.34
	385.25	**374.76**

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32 Other expenses

	For the year ended 31 March 2025	For the year ended 31 March 2024
Consumption of stores and spares	250.54	237.37
Packing materials consumed	277.98	265.56
Power and fuel	232.24	201.40
Freight and forwarding charges	170.18	150.52
Repairs and maintenance:		
- Buildings	18.87	9.59
- Plant and machinery	143.89	137.19
- Others	18.27	21.85
Rent (refer note 40)	9.61	18.40
Rates and taxes	18.89	7.72
Travelling and conveyance	70.85	76.68
Insurance	15.67	15.76
Communication expenses	7.92	11.05
Printing and stationery	10.23	12.12
Legal and professional fees	48.76	45.46
Payment to auditors	9.10	5.10
Provision for expected credit loss	2.00	12.90
Provision for doubtful advances	-	4.20
Research and development expenses	43.11	60.73
Contractual labour expenses	344.92	333.29
Provision for Warranty expenses	60.51	13.84
Loss on sale of property, plant and equipment (net)	2.21	0.38
Corporate social responsibility (CSR) expenditure	36.61	32.67
Royalty Expense (refer note 37)	465.75	908.44
Management support charges (refer note 37)	91.40	182.81
Miscellaneous expenses	99.29	97.82
	2,448.80	**2,862.85**

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33 Income tax expense

	For the year ended 31 March 2025	For the year ended 31 March 2024
Income tax expense from continuing operations:		
- Current tax	1,441.50	333.07
- Tax pertaining to earlier years	6.94	4.40
- Deferred tax	(33.46)	5.45
Income tax expense from discontinued operations:	249.75	240.86
	1,664.73	**583.78**

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate of at 25.17% (31 March 2024: 25.17%) and the reported tax expense in profit or loss are as follows:

Profit before income tax expense from continuing operations	9,021.69	1,257.69
Profit before income tax expense from discontinued operations	930.92	916.71
Total profit before income tax expense	**9,952.61**	**2,174.40**
Prevalent tax rate of 25.17% (previous year : 25.17%)	2,504.87	547.25
Tax effects of amounts which are not deductible / (allowable) in calculating taxable income:		
Non-deductible expenses for tax purpose	27.16	20.67
Tax related to earlier years	6.94	10.10
Income taxable at different rate on sale of subsidiary	(623.20)	-
Difference on account of lost of control of subsidiary/discontinued operations*	(252.68)	-
Others	1.64	5.77
Income tax expense	**1,664.73**	**583.79**

*Above includes tax reconciliation of continued and discontinued operations. Refer note 45 for discontinued operations.

34 Assets classified as held for sale

During the year ended 31 March 2025, the Board of Directors of the Holding Company, at its meeting held on 10 January 2025, passed a resolution to sell the entire shareholding in Maple Renewable Power Private Limited ("MRPPL"). Accordingly, the Holding Company issued a notice of termination of the agreement via letter dated 7 March 2025 to disinvest its investment in MRPPL. This investment as at 31 March 2025 is pending to be transferred as at balance sheet date. Consequently, the investment has been classified as an "Asset Held for Sale".

Subsequently, on 16 May 2025, the Holding Company sold its entire shareholding in MRPPL for a total consideration of ₹8.70 million.

The details of Maple Renewable Power Private Limited as at 31 March 2025 as held for sale:

Particulars	Amount as at 31 March 2025
Assets classified as held for sale	8.70
Total	**8.70**
Liabilities relating to assets classified as held for sale	8.70
Total	**8.70**

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35 Financial risk management

i) Financial instruments by category*

Particulars	Level of hierarchy	Amount as at 31 March 2025	Amount as at 31 March 2024
Financial assets measured at amortised cost:	3		
Loan to employees	3	6.02	11.87
Loans to related parties	3	-	200.00
Other financial assets	3	8,339.76	51.04
Trade receivables	3	3,192.82	2,865.96
Cash and cash equivalents	3	627.05	1,511.24
Bank balances other than cash and cash equivalents	3	0.50	0.50
Financial assets measured at fair value through profit or loss:			
Investments	2	3.29	8.89
Total financial assets		**12,169.44**	**4,649.50**
Financial liabilities			
Lease liabilities	3	35.80	140.29
Trade payables	3	3,210.84	4,209.38
Vendor bill financing	3	503.44	481.32
Other financial liabilities	3	140.63	657.89
Total financial liabilities		**3,890.71**	**5,488.88**

*There are no financial assets and liabilities which are measured at fair value through profit or loss or fair value through other comprehensive income.

ii) Fair value hierarchy

The fair value of financial instruments as referred to in note (i) above has been classified into fair value hierarchy categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities [Level 1 measurements] and lowest priority to unobservable inputs [Level 3 measurements].

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

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 rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(a) The carrying amount of trade receivables, other bank balances, cash and cash equivalents, loans to employees and related parties (current), security deposit (current), trade payables, vendor bill financing and other financial liabilities which are short term in nature are considered to same as their fair values.

(b) The fair values of security deposits, loans to employees, receivable from related party and lease liabilities are calculated based on cash flows discounted using a current lending rate or interest rate agreed as per contractual agreement.

(c) All financial assets and financial liabilities are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk, except investments

(d) Investments and asset held for sale are classified as level 2 fair values in the fair value hierarchy.

(e) There have been no transfers between Level 1, Level 2 and Level 3 for year ended 31 March 2025 and 31 March 2024.

iii) Risk management

The Holding Company's activities expose it to market risk, liquidity risk and credit risk. The Holding Company's Board of Directors has overall responsibility for the establishment and oversight of the Holding Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

(A) Credit risk management

Credit risk is the risk that a counterparty fails to discharge an obligation to the Holding Company. The Holding Company is exposed to this risk for various financial instruments, for example by granting loans and receivables to customers, placing deposits, etc. The Holding Company's maximum exposure to credit risk is limited to the carrying amount of following types of financial assets.

- cash and cash equivalents,
- trade receivables,
- loans and receivables measured at amortised cost, and
- bank balances other than cash and cash equivalents

a) Credit risk management

The Holding Company assesses and manages credit risk based on internal credit rating system, continuously monitoring defaults of customers and other counterparties, identified either individually or by the Holding Company, and incorporates this information into its credit risk controls. Internal credit rating is performed for each class of financial instruments with different characteristics. The Holding Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low
B: Medium
C: High

Assets under credit risk –

Credit rating	Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
A: Low	Cash and cash equivalents	627.05	1,511.24
	Bank balances other than cash and cash equivalents	0.50	0.50
	Other financial assets	8,339.76	51.04
	Trade receivables	3,192.82	2,865.96
	Loans	6.02	211.87
B: High	Trade receivables	39.79	42.66

Cash and cash equivalents and bank deposits

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks across the country.

Trade receivables

The Holding Company closely monitors the credit-worthiness of the debtors through internal systems that are configured to define credit limits of customers, thereby, limiting the credit risk to pre-calculated amounts. The Holding Company assesses increase in credit risk on an ongoing basis for amounts receivable that become past due and default is considered to have occurred when amounts receivable become six months past due.

Other financial assets and loans measured at amortised cost

Other financial assets measured at amortised cost which consists of security deposits, receivable from related party and loans to employees. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure the amounts are within defined limits. Further, in respect of investment at fair value through profit and loss account, the credit risk in respect of such investments are assessed on the basis of the fair value of the respective companies determined based on the current bid price of respective investment as at the balance sheet date.

b) Expected credit losses for financial assets

(i) Expected credit loss for trade receivables under simplified approach

The Group recognises lifetime expected credit losses on trade receivables using a simplified approach, wherein Group has defined percentage of provision by analysing historical trend of default based on the criteria defined above and such provision percentage determined have been considered to recognise life time expected credit losses on trade receivables.

Reconciliation of loss provision – lifetime expected credit losses

Reconciliation of loss allowance	Trade receivable
Loss allowance on 1 April 2023	**29.82**
Impairment loss recognised/reversed during the year*	14.90
Amounts written off	(1.76)
Loss allowance on 31 March 2024	**42.96**
Impairment loss recognised/reversed during the year*	6.43
Amounts written off	-
Adjustment on account of discontinued operations (refer note 45)	(9.60)
Loss allowance on 31 March 2025	**39.79**

*Includes expected credit loss allowance losses recognised for discontinued operation (refer note 45)

(ii) Financial assets (other than trade receivables)

The Holding Company provides for expected credit losses on other than trade receivables by assessing individual financial instruments for expectation of any credit losses.

- For cash & cash equivalents and other bank balances - Since the Holding Company deals with only high-rated banks and financial institutions, credit risk in respect of cash and cash equivalents and bank deposits is evaluated as very low.
- For loans to employees and security deposits paid - Credit risk is considered low because the Holding Company is in possession of the underlying asset.
- For receivable from related party - Management considers the receivable from related party to be low credit risk since they have a low risk of default and the related parties has a strong capacity to meet its contractual cash flow obligations in the near term.
- For investment at fair value through profit and loss account - Credit risk in respect of such investments are assessed on the basis of the fair value of the respective companies determined based on the current bid price of respective investment as at the balance sheet date.
- For other financial assets - Credit risk is evaluated based on the Holding Company knowledge of the credit worthiness of those parties and loss allowance is measured. For such financial assets, the Company policy is to provide for 12 month expected credit losses upon initial recognition and provide for lifetime expected credit losses upon significant increase in credit risk.

(B) 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. Due to the nature of the business, the Holding Company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the Holding Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Holding Company takes into account the liquidity of the market in which the entity operates. In addition, the Holding Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(i) Financing arrangements

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

Particulars	31 March 2025	31 March 2024
Floating rate		
-Expiring within one year (bank overdraft, short term credit and other facilities)	695.87	1,957.70
	695.87	**1,957.70**

(ii) Maturities of financial Liabilities

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities

Particulars	Less than 1 year	1-3 year	3-5 year	More than 5 years	Total
As at 31 March 2025					
Non derivatives					
Lease liabilities	24.02	14.91	0.19	-	39.12
Trade payables	3,210.84	-	-	-	3,210.84
Vendor bill financing	503.44	-	-	-	503.44
Other financial liabilities	140.63	-	-	-	140.63
Total	**3,878.93**	**14.91**	**0.19**	**-**	**3,894.03**

Particulars	Less than 1 year	1-3 year	3-5 year	More than 5 years	Total
As at 31 March 2024					
Non derivatives					
Lease liabilities	74.64	79.32	0.52	-	154.48
Trade payables	4,209.38	-	-	-	4,209.38
Vendor bill financing	481.32	-	-	-	481.32
Other financial liabilities	657.89	-	-	-	657.89
Total	**5,423.23**	**79.32**	**0.52**	**-**	**5,503.07**

(C) Market Risk

(i) Foreign currency risk

The Holding Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar, Euro and Great Britain Pound. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of any of the Holding Company. Considering the low volume of foreign currency transactions, the Holding Company's exposure to foreign currency risk is limited and the Holding Company hence does not use any derivative instruments to manage its exposure. Also, the Holding Company does not use forward contracts and swaps for speculative purposes.

(a) Foreign currency risk exposure

The Holding Company exposure to foreign currency (FC) risk at the end of the reporting period expressed in ₹ millions as follows

Particulars	Currency	Amount as at 31 March 2025		Amount as at 31 March 2024	
		In FC	In ₹	In FC	In ₹
Financial asset					
Cash in Bank	USD	1.62	138.51	0.85	71.15
	EUR	-	-	0.04	0.12
Trade receivables	EUR	0.10	9.66	0.12	10.37
	USD	4.81	411.27	3.00	249.79
Exposure to foreign currency risk (assets)		**6.53**	**559.44**	**4.01**	**331.43**
Financial liability					
Trade Payables	EUR	0.79	73.39	0.79	71.00
	GBP	0.01	0.65	0.01	0.70
	CNY	-	-	19.70	227.57
	USD	5.56	475.78	10.76	897.13
Other financial liability					
Capital creditors	EUR	0.06	5.13	0.08	6.85
	USD	-	-	0.10	1.42
Exposure to foreign currency risk (liabilities)		**6.42**	**554.95**	**31.44**	**1,204.67**
Net exposure to foreign currency risk			**4.49**		**(873.24)**

Sensitivity

A reasonably possible strengthening (weakening) of the ₹ against all other foreign currencies at financial year end would have affected the measurement of financial instruments denominated in a foreign currency and affected profit or loss by the amount shown below. This analysis assumes that all other variables remain constant and ignores any impact of forecast sales and purchases.

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
USD Sensitivity		
INR /USD - Increase by 2%	1.11	(8.64)
INR /USD - decrease by 2%	(1.11)	8.64

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
EURO Sensitivity		
INR /EUR - Increase by 2%	(1.03)	(1.01)
INR /EUR - decrease by 2%	1.03	1.01

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
GBP Sensitivity		
INR /GBP - Increase by 2%	(0.01)	(0.01)
INR /GBP - decrease by 2%	0.01	0.01

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
CNY Sensitivity		
INR /CNY - Increase by 2%	-	(3.41)
INR /CNY - decrease by 2%	-	3.41

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(ii) Interest rate risk

(a) Liabilities

The Holding Company does not have any borrowings and hence there is no interest rate risk.

(b) Assets

The Holding Company's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(c) Price risk

The Holding Company does not have any significant investments in equity instruments which create an exposure to price risk.

36 Capital Management

(a) The Holding Company' s capital management objectives are:

- to ensure the Holding Company's ability to continue as a going concern
- to provide an adequate return to shareholders

The Holding Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

Management assesses the Holding Company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Holding Company's various classes of debt. The Holding Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Holding Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Total debt	-	-
Less: Cash and cash equivalents	627.05	1,511.24
Net debt	**(627.05)**	**(1,511.24)**
Total equity	10,223.90	3,117.77
Net debt to equity ratio	-	-

Note:

Debt to equity ratio has been shown as Nil as the calculated amount depicts a negative balance.

(b) Dividend

Particulars	31 March 2025	31 March 2024
Equity shares		
Interim dividend of per ₹11,494.05 equity share for the year ended 31 March 2025 (31 March 2024: 26,532.20)	1,149.41	2,653.20

The Board of Directors of the Holding Company in its meeting held on 26 June 2024, 21 October 2024, 26 December 2024 and 17 March 2025 have declared and paid an interim dividend of ₹ 125.21 , ₹ 504.60 , ₹ 170.00 and ₹ 349.60 respectively, on fully paid equity shares, aggregating to ₹ 1,149.41 millions for the financial year ended 31 March 2025.

Subsequent to the year end, the Board of Directors of the Holding Company in its meeting held on 16 May 2025 have declared and paid interim dividend of ₹ 341.40 on fully paid equity shares. The same has not been recognised as liability and considered as non adjusting event.

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37 Related party disclosures

(a) Name of related parties and nature of relationship:

(i)	**Parent entities:**	
	Ultimate holding company:	Pegasus Holdings One LLC
	Immediate holding company:	Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited) (with effect from 25 March 2025) Tenneco Mauritius Holdings Limited, Mauritius (till 24 March 2025)
	Intermediate holding companies:	Tenneco LLC., USA (formerly, Tenneco Inc., USA) Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA) Tenneco International Holdings Corp., USA Tenneco Global Holdings Inc., USA Tenneco Mauritius Limited, Mauritius
(ii)	**Parties under common control with whom transactions have taken place during the year**	
	Fellow subsidiaries	Tenneco Automotive Trading Company LLC (formerly known as Tenneco Automotive Trading Company) Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium) Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.) Tenneco Automotive Brazil Ltd Monroe Mexico S.DE R. L DE C.V (formerly, Monroe Mexico.S.A.C.V., Mexico) Fric Rot S.A.I.C., Argentina Tenneco Automotive Eastern Europe Sp z. o. o. Tenneco Ride Control South Africa (PTY) Ltd., South Africa Monroe Czechia S.R.O., Czech Republic Tenneco (Suzhou) Co. Ltd., China Tenneco (Changzhou) Ride Control System Co. Ltd (formerly, Tenneco (Changzhou) Ride Performance, China) Tenneco Korea Limited, South Korea Federal Mogul Coventry Limited, UK Federal-Mogul Motorparts (India) Limited, India Driv Japan Ltd., Japan Tenneco (Suzhou) Ride Control Co.,Ltd China The Pullman Company LLC (formerly, The Pullman Company) Federal-Mogul de Mexico S. de RL de CV (formerly, Tenneco Mexico S de RL de CV) Federal-Mogul Motorparts (Singapore) Pte Ltd (formerly, Federal-Mogul Motorparts (Singapore) PLtd) Federal-Mogul Motorparts LLC Federal-Mogul of South Africa (Propriety) Limited (formerly, Federal-Mogul of S.Africa) Federal-Mogul Goetze (India) Limited, India Federal Mogul Ignition Products India Limited, India Federal Mogul TPR India Limited, India Federal-Mogul Sealing India Limited , India Federal Mogul Anand Bearing India Limited , India Federal-Mogul Motorparts LLC, Southfield, Michigan, USA Federal Mogul Italy s.r.l, Italy Federal-Mogul Motorparts LLC, Fort Lauderdale, FL, United States Federal Mogul Motorparts Corporation - Lauderdale Federal-Mogul Friction Products (Thailand) Limited, Thailand Federal Mogul Motorparts, Skokie, USA Driv Automotive Inc.Southfield, Michigan, USA Monroe Australia Pty Ltd (formerly, Monroe Australia) F-M Smyrna (Smyrna) F-M Willebroek - Be (Begaexp9) Federal Mogal - Powertrain LLC Motocare India Private Limited, India (from 25 March 2025)
(iii)	**Key management personnel**	Mr. R.C. Subramaniam, Managing Director Mr. Praveen Kumar Singh, Director Ms. Mayuri Ramdasi, Company Secretary (till 14 January 2025) Ms. Priya Nimje, Company Secretary (from 15 May 2025) Ms. Jyoti Khurana Mr. Pradeep Gautam Mr. Pratik Attray Mr. Sanjeev Kumar

The above listing includes the related parties with whom transactions have taken place in the current year or previous year.

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Related party disclosures (cont'd)

(b) Transactions with the related parties in the ordinary course of business:

Nature of transaction	Nature of related party relationship	For the year ended 31 March 2025	For the year ended 31 March 2024
(i) Sale of goods			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	18.82	45.60
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	26.13	73.00
Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	15.00	50.33
Tenneco Automotive Trading Company LLC (formerly known as Tenneco Automotive Trading Company)	Fellow subsidiary	-	1.56
Tenneco Ride Control South Africa (PTY) Ltd., South Africa	Fellow subsidiary	21.87	21.48
Tenneco Automotive Eastern Europe SP. ZOO, Poland	Fellow subsidiary	0.22	0.29
Monroe Mexico S.DE R. L DE C.V (formerly, Monroe Mexico.S.A.C.V., Mexico)	Fellow subsidiary	3.58	64.05
Driv Japan Ltd., Japan	Fellow subsidiary	24.49	29.42
Tenneco Automotive Brazil Ltd	Fellow subsidiary	1.32	24.62
Fric Rot S.A.I.C., Argentina	Fellow subsidiary	22.26	12.95
Federal Mogul Italy s.r.l	Fellow subsidiary	2.52	3.22
Federal-Mogul of South Africa (Propriety) Limited (formerly, Federal-Mogul of S.Africa)	Fellow subsidiary	8.69	-
Federal-Mogul Motorparts (Singapore) Pte Ltd (formerly, Federal-Mogul Motorparts (Singapore) PLtd)	Fellow subsidiary	2.14	-
Motocare India Private Limited, India	Fellow subsidiary (from 25 March 2025)	47.63	
Federal-Mogul Goetze (India) Limited	Fellow subsidiary	6.23	
Total		**200.90**	**326.52**
(ii) Sale of services: Information technology enabled services			
Tenneco LLC., USA (formerly, Tenneco Inc., USA)	Intermediate holding company	94.77	154.60
Total		**94.77**	**154.60**
(iii) Income from Business Support Services			
Tenneco LLC., USA (formerly, Tenneco Inc., USA)	Intermediate holding company	8.27	13.29
Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	42.06	40.83
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	20.23	19.74
Federal-Mogul Motorparts LLC	Fellow subsidiary	2.50	1.89
Total		**73.06**	**75.75**
(iv) Purchase of goods			
Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	236.18	156.50
Monroe Czechia S.R.O., Czech Republic	Fellow subsidiary	0.34	0.90
Tenneco Ride Control South Africa (PTY) Ltd., South Africa	Fellow subsidiary	4.24	3.22
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	2.49	9.49
Tenneco (Suzhou) Co. Ltd., China	Fellow subsidiary	1.05	0.73
Tenneco (Changzhou) Ride Control System Co. Ltd (formerly, Tenneco (Changzhou) Ride Performance, China)	Fellow subsidiary	1.57	0.20
Tenneco Automotive Brazil Ltd	Fellow subsidiary	2.49	2.21
F-M Willebroek - Be (Begaexp9)	Fellow subsidiary	-	-
Driv Japan Ltd., Japan	Fellow subsidiary	-	0.28
F-M Smyrna (Smyrna)	Fellow subsidiary	0.76	-
Federal Mogul Coventry Limited, UK	Fellow subsidiary	2.96	3.40
Federal Mogul Anand Bearing India Ltd.	Fellow subsidiary	0.39	-
FederalMogul Friction Products (Thailand) Limited, Thailand	Fellow subsidiary	1.64	-
Federal Mogul Motorparts India Ltd.	Fellow subsidiary	51.49	52.58
Federal Mogul Goetze India Ltd.	Fellow subsidiary	1,202.61	797.56
Federal Mogul Ignition India Ltd.	Fellow subsidiary	582.24	652.20
Federal Mogul TPR India Ltd.	Fellow subsidiary	1.03	-
Tenneco (Suzhou) Ride Control Co.,Ltd China	Fellow subsidiary	0.07	2.64
Tenneco Automotive Eastern Europe Sp z. o. o.	Fellow subsidiary	1.10	0.45
The Pullman Company LLC (formerly, The Pullman Company)	Fellow subsidiary	-	1.67
Total		**2,092.65**	**1,684.03**

Tenneco Automotive India Private Limited
Notes to the Consolidated Financial Statements for the year ended 31 March 2025
(All amounts in ₹ millions, unless otherwise stated)

Related party disclosures (cont'd)

(b) Transactions with the related parties in the ordinary course of business:

Nature of transaction	Nature of related party relationship	For the year ended 31 March 2025	For the year ended 31 March 2024
(v) Purchase of property, plant and equipment			
Monroe Australia Pty Ltd (formerly, Monroe Australia)	Fellow subsidiary	-	11.60
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	-	7.29
Total		**-**	**18.89**
(vi) Interest income			
Federal Mogul Motorparts (India) Limited	Fellow subsidiary	15.88	20.30
Total		**15.88**	**20.30**
(vii) Re-imbursement of expenses paid			
Driv Japan Ltd., Japan	Fellow subsidiary	2.26	-
Federal Mogul Goetze (India) Limited	Fellow subsidiary	17.19	-
Federal Mogul Motorparts India Ltd.	Fellow subsidiary	0.02	-
Fric Rot S.A.I.C., Argentina	Fellow subsidiary	0.80	-
Federal Mogul Ignition India Ltd.	Fellow subsidiary	-	-
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited)	Immediate holding company (from 25 March 2025)	0.24	-
F-M Smyrna (Smyrna)	Fellow subsidiary	0.08	-
F-M Willebroek - Be (Begaexp9)	Fellow subsidiary	0.06	-
Federal Mogal - Powertrain LLC	Fellow subsidiary	-	-
Federal Mogul TPR India Ltd.	Fellow subsidiary	0.99	-
DRiV Automotive Inc.Southfield, Michigan, USA	Fellow subsidiary	-	-
Tenneco Automotive Europe BVBA., Belgium	Fellow subsidiary	-	0.51
Total		**21.64**	**0.51**
(viii) Re-imbursement of expenses received			
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited)	Immediate holding company (from 25 March 2025)	0.69	-
FederalMogul Motorparts LLC, Southfield, Michigan, USA	Fellow subsidiary	3.54	-
FederalMogul Motorparts, Skokie, USA	Fellow subsidiary	11.88	-
DRiV Automotive Inc.Southfield, Michigan, USA	Fellow subsidiary	0.45	-
Federal Mogal Powertrain LLC	Fellow subsidiary	12.02	-
Federal Mogul Italy s.r.l	Fellow subsidiary	0.04	-
Federal Mogul Goetze India Ltd.	Fellow subsidiary	6.21	-
Federal Mogul TPR India Ltd.	Fellow subsidiary	1.30	-
Total		**36.13**	**-**
(ix) Sale of investment			
Federal-Mogul Motorparts India Limited	Fellow subsidiary	8,293.54	-
Total		**8,293.54**	**-**
(x) Interest on recoverable from related party			
Federal-Mogul Motorparts India Limited	Fellow subsidiary	19.09	-
Total		**19.09**	**-**
(xi) Gain on sale of investment(subsidiary)			
Federal-Mogul Motorparts India Limited	Fellow subsidiary	5,734.51	-
Total		**5,734.51**	**-**
(xii) Royalty			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	465.75	908.44
DRiV Automotive Inc.Southfield, Michigan, USA	Fellow subsidiary	-	25.15
Total		**465.75**	**933.59**
(xiii) Management support charges			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	91.40	182.81
Total		**91.40**	**182.81**
(xiv) Dividend Paid			
Tenneco Mauritius Holdings Limited, Mauritius	Immediate holding company (till 24 March 2025)	1,066.69	2,462.28
Tenneco Mauritius Limited, Mauritius	Intermediate holding company	82.71	190.92
Sanjeev Kumar Singh	Key management personnel	0.03	0.05
Total		**1,149.43**	**2,653.25**
(xiii) Loans to related parties			
Federal-Mogul Motorparts (India) Limited, India	Fellow subsidiary	30.00	-
Total		**30.00**	**-**
(xv) Loan payment receipt (inter company deposits)			
Federal-Mogul Motorparts (India) Limited, India	Fellow subsidiary	105.00	-
Total		**105.00**	**-**

Related party disclosures (cont'd)

(b) Transactions with the related parties in the ordinary course of business:

Nature of transaction	Nature of related party relationship	For the year ended 31 March 2025	For the year ended 31 March 2024
(xvi) Networking fees			
Federal-Mogul Motorparts LLC, Southfield, Michigan, USA	Fellow subsidiary	400.60	-
Total		**400.60**	**-**
(xvii) Reimbursement of expenses by group companies			
Federal Mogul Goetze India Ltd.	Fellow subsidiary	6.21	15.18
Federal Mogul TPR India Ltd.	Fellow subsidiary	1.30	2.04
Federal Mogal - Powertrain LLC	Fellow subsidiary	12.02	-
Federal-Mogul Motorparts LLC, Southfield, Michigan, USA	Fellow subsidiary	3.54	0.78
Federal Mogul Motorparts, Skokie, USA	Fellow subsidiary	11.88	3.34
DRiV Automotive Inc.Southfield, Michigan, USA	Fellow subsidiary	0.45	0.94
Federal Mogul Italy s.r.l	Fellow subsidiary	0.04	-
Total		**35.44**	**22.28**
(xviii) Remuneration to key managerial personnel			
Mr. R.C. Subramaniam	Managing Director	33.75	32.69
Mr. Praveen Kumar Singh	Director	17.50	17.91
Mr. Sanjeev Kumar	Director	35.68	24.99
Mr. Pratik Attray	Director	8.95	5.52
Mr. Pradeep Gautam	Director	4.42	5.59
Ms. Mayuri Ramdasi	Company Secretary (till 14 January 2025)	1.64	1.24
Ms. Jyoti Khurana	Company Secretary	0.24	2.40
Total		**102.18**	**90.34**

Notes:

1) All sales and purchase above are inclusive of GST (wherever applicable). Sales are net of the sales return.

2) Key Managerial Personnel who are under the employment of the Company are entitled to post-employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

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Tenneco Automotive India Private Limited
Notes to the Consolidated Financial Statements for the year ended 31 March 2025
(All amounts in ₹ millions, unless otherwise stated)

Related party disclosures (cont'd)

(c) Balances with related parties as at the year end 31 March 2025:

Particulars	Nature of related party relationship	Amount as at 31 March 2025	Amount as at 31 March 2024
(i) Trade payable			
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	232.18	840.05
Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	34.09	44.64
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	2.31	1.73
Monroe Czechia S.R.O., Czech Republic	Fellow subsidiary	0.01	0.18
Tenneco Automotive Eastern Europe Sp z. o. o.	Fellow subsidiary	2.01	0.39
Tenneco Ride Control South Africa (PTY) Ltd., South Africa	Fellow subsidiary	0.81	0.87
Driv Japan Ltd., Japan	Fellow subsidiary	0.61	2.13
Tenneco (Suzhou) Co., Ltd., China	Fellow subsidiary	0.32	0.10
Tenneco Automotive Brazil Ltd., Brazil	Fellow subsidiary	0.36	0.96
Driv Automotive Inc.Southfield, Michigan, USA	Fellow subsidiary	-	25.15
Tenneco Korea Ltd., South Korea	Fellow subsidiary	-	0.49
Tenneco (Changzhou) Ride Control System Co. Ltd (formerly, Tenneco (Changzhou) Ride Performance, China)	Fellow subsidiary	1.20	0.10
Federal Mogul Coventry Limited, UK	Fellow subsidiary	0.52	0.51
Federal Mogul Motorparts India Ltd.	Fellow subsidiary	-	4.48
Federal Mogul Goetze India Ltd.	Fellow subsidiary	-	67.62
Federal Mogul Ignition India Ltd.	Fellow subsidiary	-	59.46
Tenneco (Suzhou) Ride Control Co., Ltd China	Fellow subsidiary	0.02	-
Tenneco Automotive Eastern Europe SP. ZOO, Poland	Fellow subsidiary	-	0.60
Total		**274.44**	**1,049.46**
(ii) Capital creditors			
Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	-	0.31
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	-	0.47
Tenneco Automotive Eastern Europe Sp z. o. o.	Fellow subsidiary	-	1.83
Total		**-**	**2.61**
(iii) Payables to related parties			
Tenneco Clean Air India Limited (formerly known as Tenneco Clean Air India Private Limited)	Fellow subsidiary	-	7.40
Total		**-**	**7.40**
(iv) Trade receivables			
Tenneco LLC., USA (formerly, Tenneco Inc., USA)	Intermediate holding company	13.46	11.97
Tenneco Automotive Operating Company LLC (formerly, Tenneco Automotive Operating Company Inc., USA)	Intermediate holding company	15.89	10.07
Advanced Suspension Technology LLC (formerly, DriV Automotive Inc.)	Fellow subsidiary	4.64	5.91
Tenneco Automotive Europe BV., Belgium (formerly, Tenneco Automotive Europe BVBA., Belgium)	Fellow subsidiary	24.48	30.98
Tenneco Ride Control South Africa (PTY) Ltd., South Africa	Fellow subsidiary	0.35	3.05
Monroe Mexico S.DE R. L DE C.V (formerly, Monroe Mexico.S.A.C.V., Mexico)	Fellow subsidiary	7.92	9.07
Federal-Mogul of South Africa (Propriety) Limited (formerly, Federal-Mogul of S.Africa)	Fellow subsidiary	8.69	-
Driv Japan Ltd., Japan	Fellow subsidiary	5.61	29.42
Tenneco Automotive Brazil Ltd. Brazil	Fellow subsidiary	0.43	7.41
Fric Rot S.A.I.C., Argentina	Fellow subsidiary	12.21	12.42
Tenneco Automotive Eastern Europe sp Zoo., Poland	Fellow subsidiary	0.06	0.09
Federal Mogul Goetze India Ltd.	Fellow subsidiary	-	16.24
Federal Mogul TPR India Ltd.	Fellow subsidiary	-	2.62
Federal Mogul Italy s.r.l	Fellow subsidiary	-	1.83
Federal-Mogul Motorparts LLC, Southfield, Michigan, USA	Fellow subsidiary	-	0.50
Federal Mogul Motorparts, Skokie, USA	Fellow subsidiary	-	0.36
Federal-Mogul Motorparts LLC	Fellow subsidiary	1.18	0.39
DRiV Automotive Inc. Southfield, Michigan, USA	Fellow subsidiary	-	0.07
Federal-Mogul Motorparts (Singapore) Pte Ltd (formerly, Federal-Mogul	Fellow subsidiary	0.63	-
Motocare India Private Limited, India	Fellow subsidiary (from 25 March 2025)	279.33	-
Total		**374.88**	**142.40**
(v) Recoverable from related party			
Federal-Mogul Motorparts (India) Limited, India	Fellow subsidiary	8,312.20	-
Total		**8,312.20**	**-**
(vi) Loans to related parties			
Federal-Mogul Motorparts (India) Limited, India	Fellow subsidiary	-	200.00
Total		**-**	**200.00**
(vii) Loss allowance for trade receivables:			
Loss allowance	Intermediate holding company/ Fellow subsidiary	10.92	12.10
Total		**10.92**	**12.10**

Note (i): Loss allowance has been determined by applying expected credit loss model. Loss allowance has been determined on the entire trade receivable balance from related parties.

The Holding Company's material related party transactions are at arm's length and in the ordinary course of business.

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38 Revenue related disclosures

a Revenue from Contracts with Customers

Indian Accounting Standard 115 Revenue from Contracts with Customers ("Ind AS 115"), establishes a framework for determining whether, how much and when revenue is recognised and requires disclosures about the nature, amount, timing and uncertainty of revenues and cash flows arising from customer contracts. Under Ind AS 115, revenue is recognised through a 5-step approach:

(i) Identify the contract(s) with customer;

(ii) Identify separate performance obligations in the contract;

(iii) Determine the transaction price;

(iv) Allocate the transaction price to the performance obligations; and

(v) Recognise revenue when a performance obligation is satisfied.

b Disaggregation of revenue

Revenue recognised mainly comprises of sale of products which majorly comprises of shock observers and other auto components. Set out below is the disaggregation of the Holding Company's revenue from contracts with customers:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from contracts with customers		
Sale of products		
Domestic	19,164.39	17,160.69
Export	1,556.82	1,429.82
Other operating income	60.40	54.54
Total revenue covered under Ind AS 115	**20,781.61**	**18,645.05**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue by time		
Revenue recognised at point in time	20,534.73	18,343.20
Revenue recognised over time	246.88	301.85
Total	**20,781.61**	**18,645.05**

c Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contract with customers:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Contract liabilities		
Advances from consumers	4.63	74.56
Deferred income (tooling contracts)	272.53	211.21
Security deposits received from customers	0.76	11.71
Consideration payable to customers / distributors / others	-	527.73
Total contract liabilities	**277.92**	**825.21**

d Trade receivables

The following table provides information about receivables from contract with customers:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Receivables		
Trade receivables	3,232.61	2,908.92
Less : Allowances for expected credit loss	(39.79)	(42.66)
Less: trade receivables - credit impaired	-	(0.30)
Net receivables	**3,192.82**	**2,865.96**

e Significant changes in the contract liabilities balances during the year are as follows:

Particulars	Amount as at 31 March 2025			
	Contract Liabilities			
	Consideration payable to customers / distributors / others	Deferred Income	Advances from customers	Security deposits received from customers
Opening balance	527.73	211.21	74.56	11.71
Additions during the year	-	136.07	16.92	8.25
Revenue recognised during the year/ amount refunded during the year	-	(74.75)	(74.80)	(1.58)
Adjustment on account of discontinued operations (refer note 45)	(527.73)	-	(12.05)	(17.62)
Closing balance	**-**	**272.53**	**4.63**	**0.76**

Particulars	Amount as at 31 March 2024			
	Contract Liabilities			
	Consideration payable to customers / distributors / others	Deferred Income	Advances from customers	Security deposits received from customers
Opening balance	356.71	201.61	25.03	15.48
Additions during the year	987.21	50.90	74.80	8.20
Revenue recognised during the year/ amount refunded during the year	(816.19)	(41.30)	(25.27)	(11.97)
Closing balance	**527.73**	**211.21**	**74.56**	**11.71**

f Satisfaction of performance obligations

The Holding Company's revenue is derived from the single performance obligation to transfer primarily its products under arrangements in which the transfer of control of the products and the fulfillment of the Holding Company's performance obligation occur at the same time. Revenue from the sale of goods is recognized when the Holding Company has transferred control of the goods to the buyer and the buyer obtains the benefits from the goods, the potential cash flows and the amount of revenue (the transaction price) can be measured reliably, and it is probable that the Holding Company will collect the consideration to which it is entitled to in exchange for the goods.

Whether the customer has obtained control over the asset depends on when the goods are made available to the carrier or the buyer takes possession of the goods, depending on the delivery terms. Revenue is measured at the transaction price of the consideration received or receivable, the amount the Holding Company expects to be entitled to.

g Payment terms

The sale of goods is typically made under credit payment terms differing from customer to customer and ranges between 30-120 days (excluding transit days).

h Variable considerations associated with such sales

Periodically, the Holding Company announces various volume and other rebate programs, where once a certain volume or other conditions are met, it refunds the customer some portion of the amounts previously billed or paid. For such arrangements, the Holding Company only recognizes revenue for the amounts it ultimately expects to realize from the customer. The Holding Company estimates the variable consideration for these programs using the most likely amount method or the expected value method, whichever approach best predicts the amount of the consideration based on the terms of the contract and available information and updates its estimates each reporting period.

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39 Segment information

In accordance with Ind AS 108, the Board of Directors being the Chief operating decision maker of the Holding Company has determined its only one business segment of manufacturing of auto components and hence there are no other identifiable reportable segments.

Further, during the current year the Holding Company has transferred Motocare India Private Limited ('Motocare') (erstwhile subsidiary) to Federal-Mogul Motorparts India Limited pursuant to which Motocare ceased to be a subsidiary of the Holding Company and the same is disclosed as discontinued operations (refer note 45)

The analysis of geographical segment is based on the geographical location of the customers. The following table shows the distribution of the Holding Company's sales by geographical market, regardless of where the goods were produced.

Geographical information in respect of revenue from customer is given below:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
India	19,224.79	17,208.70
Other countries	1,556.82	1,436.35
	20,781.61	**18,645.05**

Carrying amount of segment debtors by geographical market (net of provision)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
India	2,771.89	2,605.80
Other countries	420.93	260.16
	3,192.82	**2,865.96**

The Holding Company has common assets for producing goods for India and outside countries. Hence, separate figures for assets/additions to property, plant and equipment cannot be furnished.

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40. Leases

(I) Assets taken on lease
(i) Right-of-use

Following are the changes in the carrying value of right-of-use for the year ended 31 March 2025

	Category of ROU asset			
Particulars	**Leasehold land**	**Buildings**	**Vehicle**	**Total**
Gross carrying value				
As at 01 April 2023	**156.90**	**322.07**	**15.95**	**494.92**
Additions/transfers	-	66.46	3.26	**69.72**
Disposals/Adjustments	-	(60.21)	-	**(60.21)**
As at 31 March 2024	**156.90**	**328.32**	**19.21**	**504.43**
Additions/transfers	-	42.36	1.84	**44.20**
Disposals/Adjustments	-	(47.58)	(1.01)	**(48.59)**
Adjustment on account of discontinued operations (refer note 45)	-	(173.07)	-	**(173.07)**
As at 31 March 2025	**156.90**	**150.03**	**20.04**	**326.97**
Accumulated depreciation				
As at 01 April 2023	**12.62**	**198.51**	**10.88**	**222.01**
Depreciation charge for the year*	1.64	67.21	2.46	**71.31**
Disposals/Adjustments	-	(51.98)	-	**(51.98)**
As at 31 March 2024	**14.26**	**213.74**	**13.34**	**241.34**
Depreciation charge for the year*	1.64	63.69	2.55	**67.88**
Disposals/Adjustments	-	(47.59)	(0.48)	**(48.07)**
Adjustment on account of discontinued operations (refer note 45)	-	(110.66)	-	**(110.66)**
As at 31 March 2025	**15.90**	**119.18**	**15.41**	**150.49**
Net carrying value				
As at 31 March 2024	**142.64**	**114.58**	**5.87**	**263.09**
As at 31 March 2025	**141.00**	**30.85**	**4.63**	**176.48**

* The aggregate depreciation expense on right-of-use assets is included under depreciation and amortization expense in the statement of profit and loss. Further, the depreciation charge for the year includes depreciation expense of Motocare India Private Limited which is classified as discontinued operation (refer note 45).

The following is the break-up of current and non-current lease liabilities for the year ended

Particulars	**Amount as at 31 March 2025**	**Amount as at 31 March 2024**
Non-current lease liabilities	14.28	76.29
Current lease liabilities	21.52	63.99
	35.80	**140.28**

The following is the movement in lease liabilities for the year ended 31 March 2025

Particulars	**Amount as at 31 March 2025**
As at 01 April 2024	140.28
Additions	44.11
Finance cost accrued during the year*	12.29
Deletions/Adjustments	(1.41)
Payment of lease liabilities*	(87.03)
Adjustment on account of discontinued operations (refer note 45)	(72.44)
	35.80

The following is the movement in lease liabilities for the year ended 31 March 2024

Particulars	**Amount as at 31 March 2024**
As at 01 April 2023	146.76
Additions	69.78
Finance cost accrued during the year*	14.21
Deletions/Adjustments	(8.84)
Payment of lease liabilities*	(81.63)
	140.28

* Finance cost accrued during the year and payment of lease liabilities includes amount pertaining to Motocare India Private Limited which is classified as discontinued operation (refer note 45).

The table below provides details regarding the contractual maturities of lease liabilities of non-cancellable contractual commitments as on an undiscounted basis.

Particulars	**Amount as at 31 March 2025**	**Amount as at 31 March 2024**
Less than one year	24.02	74.70
One to five years	15.10	79.80
More than five years	-	-

The Holding Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

The following are the amounts recognised in profit or loss:

Particulars	For the year ended 31 March 2025	Amount as at 31 March 2024
Depreciation expense of right-of-use assets	16.13	18.76
Interest expense on lease liabilities	4.24	4.46
Expense relating to short-term leases (included in other expenses)	9.61	18.40
	29.98	**41.62**

(ii) Lease related disclosures

(a) The Holding Company has leases for land and buildings and vehicles. Each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. The Holding Company classifies its right-of-use assets in a consistent manner to its land and buildings and vehicles.

(b) Total cash outflow for leases for the year ended 31 March 2025 was ₹ 34.21 millions (previous year ₹ 38.40 millions).

(c) The Holding Company has short term lease agreements in which there are no lock in periods. The disclosure requirement related to total commitment of short term leases is thus not applicable to the Holding Company.

(d) The weighted average incremental borrowing rate applied to discount lease liabilities is 10 % p.a (31 March 2024: 10 % p.a.)

(e) Information about extension and termination options

Right of use assets	Number of leases	Range of remaining term	Average remaining lease term	Number of leases with extension option	Number of leases with purchase option	Number of leases with termination option
Land	5	51 - 91 Years	71 years	-	-	5
Buildings	4	9-27 months	18 months	-	-	4
Vehicles	15	6- 53 months	23 months	-	-	15

(f) There are no leases which are yet to commence as on 31 March 2025.

41. Contingent liabilities

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Claims against the Company not acknowledged as debts:		
- Income tax matters (1)	522.97	534.44
- Excise/ customs matters (2)	48.17	149.57
- Sales tax and Goods & service tax (GST) matters (3)	40.34	49.99
- Employee related matters (4)	0.70	3.22
- Claims by lender against interest on loan (5)	-	1.71
- Claims by vendor against goods supplied (5)	-	0.34
- Others (5)	-	5.30
	612.18	**744.57**

(1) Income tax related contingent liabilities are primarily comprising of corporate tax matters and also certain transfer pricing matters.

(2) Excise related matters are primarily related to valuation of excisable goods and customs related matters are primarily related to demand of custom duty and interest for the time barred warehouse and non-fulfilment of export obligation.

(3) Sales tax and GST related matters are primarily related to suppressed turnover and GST credit availment.

(4) Employee related contingent liabilities are primarily comprising of misconduct by employees, long term absences and compensation matters.

(5) Claims by lender, vendor and other matters are primarily related to recovery of old dues and disputed matters.

It is not practicable for the Holding Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.

The Holding Company does not expect any reimbursements in respect of the above contingent liabilities.

The Holding Company is exposed to claims and legal actions arising in the ordinary course of business. The Holding Company accrues a liability when a loss is considered probable and the amount can be reasonably estimated. In the opinion of Management, the outcome of any existing claims and legal or regulatory proceedings, if decided adversely, is not expected to have a material adverse effect on the Company's business, financial condition and results of operations based on the current position for such claims/legal actions.

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42 Capital commitments

Particulars	Amount as at 31 March 2025	Amount as at 31 March 2024
Property, plant and equipment (net of advances paid)	46.58	62.65
	46.58	**62.65**

43 Earnings per Share

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Profit for the year for basic/diluted earnings per share		
- Continuing operations	7,606.71	914.77
- Discontinued operations	681.17	675.85
Total profit for the year for basic/diluted earnings per share	**8,287.88**	**1,590.62**
Number of equity shares outstanding at the beginning of the year	1,00,000	1,00,000
Less: Shares reduced during the period	-	-
No of equity shares outstanding at the end of the year	1,00,000	1,00,000
Weighted average number of equity shares in calculating basic and diluted EPS	1,00,000	1,00,000
Nominal value of shares (₹)	10	10
Earning per share - basic and diluted (₹) for continuing operations	**76,067.08**	**9,147.66**
Earning per share - basic and diluted (₹) for discontinued operations	**6,811.67**	**6,758.54**
Earning per share - basic and diluted (₹) for continuing and discontinued operations	**82,878.75**	**15,906.20**

44 Transfer pricing

The Finance Act, 2001, has introduced, with effect from assessment year 2002-03 (effective April 2001), detailed Transfer Pricing regulations (the regulations) for computing the income and expenditure from 'international transactions' between 'associated enterprises' on an 'arm's length' basis. The regulations, inter alia, also require the maintenance of prescribed documents and information, including furnishing a report from an Accountant within the due date of filing the Return of Income. For the fiscal year ended 31 March 2024, the Group had undertaken a study to comply with the regulations for which the prescribed certificate of the Accountant has been obtained and this did not envisage any tax liability.

For the fiscal year ended 31 March 2025, the Group will carry out a similar study to comply with the said regulations. In the opinion of Management, no adjustments are expected to arise based on completion of this study.

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45 Discontinued operations

During the year ended 31 March 2025, the Holding Company has transferred its 2,06,64,039 equity share in Motocare India Private Limited ('Motocare') (erstwhile subsidiary) to Federal-Mogul Motorparts India Limited ('fellow subsidiary/FMMP"), for a consideration of ₹ 8,293.54 millions. The transaction was completed on 24 March 2025 ('Transaction date'), pursuant to which Motocare ceased to be a subsidiary of the Holding Company. The gain on sale of subsidiary i.e., the excess of consideration received over the carrying value of net assets of subsidiary i.e., amounting to ₹ 6,738.48 million has been recognised in "Exceptional item". FMMP agreed to pay interest @12% per annum compounded annually, on the outstanding receivable to the Company. The total consideration, along with the accrued interest, is to be paid by FMMP within two years from the transaction date. The total consideration is receivable as at the balance sheet date and disclosed under the head other non current financial assets (Refer note 6) along with the interest accrued on the receivable from the related party.

(i) Statement of profit and loss of discontinued operations

Particulars	Period ended 24 March 2025	Year ended 31 March 2024
Revenue		
Revenue from operations	8,902.31	7,342.63
Other income	29.05	34.78
Total income	**8,931.36**	**7,377.41**
Expenses:		
Cost of raw materials consumed	4,167.06	3,761.42
Purchase of stock-in-trade	3,093.68	2,116.21
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(392.23)	(141.71)
Employee benefits expense	287.77	242.23
Finance cost	16.90	20.47
Depreciation and amortization expense	80.60	75.49
Other expenses	746.66	386.59
Total expenses	**8,000.44**	**6,460.70**
Profit before tax from discontinued operations	**930.92**	**916.71**
Tax expense on discontinued operations	249.75	240.86
Profit after tax from discontinued operations	**681.17**	**675.85**
Other comprehensive income from discontinued operations	(1.92)	(1.77)
Total comprehensive income from discontinued operations	**679.25**	**674.08**
Earnings per equity share (for discontinued operations)		
Basic EPS (₹)	6,811.67	6,758.41
Diluted EPS (₹)	6,811.67	6,758.41

(ii) Net cash flows attributable to discontinued operations

Particulars	Period ended 24 March 2025	Year ended 31 March 2024
Cash flows generated from operating activities	185.63	746.29
Cash flows generated from/(used in) investing activities	53.20	(34.70)
Cash flows (used in) financing activities	(66.32)	(565.70)
Net cash flows (used in)/generated from discontinued operations	**172.51**	**145.89**

(iii) Details of carrying amount of assets and liabilities as on date of sale of subsidiary (24 March 2025):

Particulars	As at 24 March 2025
Property, plant and equipment	148.03
Capital Work in Progress	4.43
Right-of-use assets	62.41
Intangible assets	0.74
Intangible assets under development	3.30
Other non-current and current financial assets	23.33
Deferred tax assets (net)	21.58
Other non-current and current assets	18.59
Inventories	1,388.54
Trade receivables	1,573.35
Cash and cash equivalents	433.05
Loans	125.00
Total assets	**3,802.35**
Lease liabilities	72.44
Non-current and current provisions	15.74
Trade payables	1,630.71
Other financial liabilities	378.53
Other current liabilities	139.31
Current tax liabilities (net)	10.56
Total liabilities	**2,247.29**
Net assets	**1,555.06**

(iv) Details of sale of subsidiary

Particulars	Amount
Consideration received	8,293.54
Carrying amount of net assets derecognised as on 24 March 2025	(1,555.06)
Gain on sale of subsidiary	**6,738.48**

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46 Additional Disclosures

a) The Holding Company does not own any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee).

b) There are no proceedings initiated or pending against the Group for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made there under.

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

d) The Holding Company has been sanctioned a working capital limit in excess of Rs 5 crore by banks. Pursuant to the terms of the sanction letters, the Holding Company is not required to file any quarterly return or statement with such banks.

e) The Holding Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

f) The Holding Company does not have any material transactions with struck-off companies.

g) The Holding Company do not have any charges or satisfaction which is yet to be registered with Registrars of Companies (ROC) beyond the statutory period.

h) The Holding Company has not traded or invested in Crypto currency or virtual currency during the financial year.

i) The Holding Company have not 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,

j) The Holding Company has not taken Loans or Advances in the nature of loan from any promoters, Directors, KMPs and the related parties (As per Companies Act, 2013) , which are repayable on demand or without specifying any terms or period of repayments.

k) The Holding Company has not granted Loans or Advances in the nature of loan to any promoters, Directors and KMPs and the related parties (As per Companies Act, 2013) , which are repayable on demand or without specifying any terms or period of repayments.

l) The Holding Company has complied with the number of layers prescribed under clause (87) of section 2 of the companies act, 2013 read with the companies (restriction on number of layers) rule, 2017.

m) The Holding 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:
(1) 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
(2) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

n) The Holding Company have 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:
(1) 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
(2) received any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

o) As per the MCA notification dated 05 August 2022, the Central Government has notified the Companies (Accounts) Fourth Amendment Rules, 2022. As per the amended rules, the Companies are required to maintain back-up on daily basis of such books of account and other relevant books and papers maintained in electronic mode that should be accessible in India at all the time. Also, the Companies are required to create backup of accounts on servers physically located in India on a daily basis. The books of account along with other relevant records and papers of the Group are maintained in electronic mode. These are readily accessible in India at all times however backup is not maintained in India.

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47 Audit Trail

The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies which uses accounting software for maintaining its books of accounts, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Holding Company and its subsidiary use accounting software to maintain their books of account, which has a feature of recording audit trail (edit log) facility and the same have been enabled throughout the except for the following instances. Furthermore, the audit trail has been preserved by the Holding Company and its subsidiary as per the statutory requirements for record retention where audit trail is enabled.

i. In case of Holding Company - Audit trail feature was not enabled at the database level for accounting software to log any direct data changes, used for maintenance of books of accounts. The audit trail feature at the application level was enabled and operating throughout the year.

ii. In case of its subsidiary - Audit trail feature is not enabled for certain changes made using privileged/administrative access rights, and the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes

48 The Indian Parliament has approved the Code on Social Security, 2020 which could have a likely impact on the contributions made by the Holding Company towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on 13 November 2020 and has invited suggestions from stakeholders which are under active consideration by the Ministry. The effective date from which the Code and applicable Rules shall be applicable is yet to be notified. The Holding Company shall assess and evaluate the likely financial impact once the subject rules are notified and become effective.

49 The Holding Company has received certain whistleblower complaints during the current year, including subsequent to the year end, alleging certain financial irregularities and ethical concerns. Based on the available information and facts, including preliminary assessment, management has not identified any matters that would require adjustments to the amounts reported in these consolidated financial statements. Furthermore, management has engaged independent third-party forensic specialists to investigate the whistleblower complaints received. As of the reporting date, investigations for certain complaints have been completed, and no material financial impact has been identified. Investigations into some matters are ongoing, and management remains confident that these matters are not expected to have a material impact on the accompanying consolidated financial statements. Consequently, no adjustments are required to be made to the consolidated financial statements for the year ended 31 March 2025. Management will take appropriate actions based on the final findings of the investigations.

50 Previous year/period numbers have been regrouped/ reclassified, wherever considered necessary.

51 Rounding off

Amounts mentioned as "0" in the financial statements denote amounts rounded off being less than ₹ 1 million.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration Number: 001076N/N500013

Ankit Mehra
Digitally signed by Ankit Mehra
Date: 2025.12.01 19:07:46 +05'30'

Ankit Mehra
Partner
Membership Number: 507429
Place: Gurugram
Date: 01 December 2025

For and on behalf of the Board of Directors
Tenneco Automotive India Private Limited

RISHINARADA MANGALAM CHIDAMBARAM SUBRAMANIAM
Digitally signed by RISHINARADAMANGALAM CHIDAMBARAM SUBRAMANIAM
Date: 2025.12.01 17:59:14 +05'30'

R.C.Subramaniam
Managing Director
DIN: 06844540
Place: Pune
Date: 01 December 2025

PRAVEEN KUMAR SINGH
Digitally signed by PRAVEEN KUMAR SINGH
Date: 2025.12.01 17:46:42 +05'30'

Praveen Kumar Singh
Director
DIN: 08444682
Place: Pune
Date: 01 December 2025

PRIYA NIMJE
Digitally signed by PRIYA NIMJE
Date: 2025.12.01 16:39:24 +05'30'

Priya Nimje
Company Secretary
Membership Number:
Place: Pune
Date: 01 December 2025